BNH
BAHRAIN NATIONAL HOLDING

Annual Sustainability Report

2025

- ◊ Environmental Report
- ◊ Social Report
- ◊ Governance Report

Environment

Environment

Data & Outcomes

Energy Consumption

In 2025, BNH recorded a notable reduction in overall electricity consumption, from 2,437,730 kWh in 2024 to 2,322,900 kWh in 2025, representing an approximate 4.7% year-on-year reduction due to the sale of our Sanad Property.

BNH completed the divestment of its Sanad property in 2025. As the Sanad building accounted for a measurable share of electricity, water, and fuel consumption, its removal from BNH's operational footprint is expected to further reduce total energy consumption in 2026 and beyond, consolidating BNH's resource use into a smaller, more efficient asset base.

BNH is also engaging with the Electricity and Water Authority ("EWA") to participate in the national KAFA'A Programme, which aims to enhance energy efficiency across major consuming buildings in Bahrain. Through this initiative, BNH expects to implement targeted improvements that will reduce electrical demand, minimise wastage, and strengthen long-term operational sustainability.

Energy Consumption (Absolute)	2024	2025
Electricity(kWh)	**2,437,730**	**2,322,900**
Fuel (Petrol in Liters)	**5,724**	**9,162**

Energy Consumption (GJ)	2024	2025
Electricity	**8,775.83**	**2,927.60**
Fuel	**200.8**	**11.2**

CBB ESG Reporting (Disclosure E.2: Energy Consumption)

Energy Intensity

In 2025, BNH continued to analyse and monitor its energy intensity metrics to assess the efficiency of its operations relative to economic output. BNH's overall energy intensity decreased in line with the reduction in total electricity consumption and the consolidation of its operational footprint following Sanad Complex divestment.

As BNH begins the transition toward a more streamlined real estate presence, supported by potential future participation in the KAFA'A Programme, energy intensity is expected to improve further. This aligns with BNH's broader commitment to cost efficiency, responsible consumption, and enhanced sustainability performance.

Energy Intensity (Absolute)	2024	2025
Electricity Intensity (kWh)	**17,168.32**	**16,359.60**
Fuel Intensity (Petrol in Litres)	**40.31**	**64.53**

Energy Intensity (GJ)	2024	2025
Electricity (GJ)	**61.8**	**58.9**
Fuel (GJ)	**1.41**	**0.23**
Total	**63.21**	**59.12**

CBB ESG Reporting (Disclosure E.3: Energy Intensity)

Environment

Data & Outcomes

Energy Mix

BNH's energy mix in 2025 continues to be dominated by grid electricity, with a smaller contribution from fuel consumption associated with business travel and fleet use. Electricity accounted for 99% of total energy use, while fuel consumption totaled 9,162 liters, reflecting BNH's limited reliance on vehicle-based activities.

No renewable energy sources were utilised during the reporting year. However, BNH's planned engagement with the national KAFA'A Program opens opportunities for future adoption of energy-efficient technologies, demand-management practices, and potentially renewable-ready infrastructure improvements, should the opportunity present itself.

Energy Mix	2024	2025
Electricity (Fossil Fuel Based)	**97.76%**	**99.61%**
Fuel (Petroleum)	**2.24%**	**0.39%**
Renewable Energy	**0%**	**0%**

CBB ESG Reporting (Disclosure E.4: Energy Mix)

Greenhouse Gas Emissions

BNH calculates greenhouse gas (GHG) emissions in accordance with the GHG Protocol, covering Scope 1 (fuel), Scope 2 (electricity), and Scope 3 (business-travel-related emissions). In 2025, total emissions decreased proportionally with the reduction in electricity consumption and the limited use of fuel, continuing the downward trajectory observed in previous years.

The upcoming alignment with KAFA'A and the structural changes to BNH's owned properties are expected to reduce Scope 2 emissions further in 2026, reinforcing BNH's efforts to support Bahrain's national climate objectives and transition toward a more energy-efficient economy.

GHG Emissions*	2024	2025
Scope 1 Emissions (mtCO2-eq)	**13.8**	**21.2**
Scope 2 Emissions (mtCO2-eq)	**1703**	**1,501**
Scope 3 Emissions (mtCO2-eq)	**0.182**	**0.902**
Total Emissions (mtCO2-eq)	**1,716.98**	**1,522.66**

CBB ESG Reporting (Disclosure Table E.5: GHG Emissions)

Emission Intensity

Total GHG emissions decreased from 1,716.98 tCO_2-eq in 2024 to 1,502.25 tCO_2-eq in 2025, reflecting lower electricity consumption during the year.

Emission intensity, calculated as total emissions per full-time employee, increased from 63.59 to 83.46 tCO_2-eq per FTE. This increase was driven by the reduction in total FTEs from 27 in 2024 to 18 in 2025, which resulted in emissions being allocated across a smaller employee base, despite the decline in absolute emissions.

BNH continues to monitor both absolute emissions and emission intensity to ensure a balanced assessment of environmental performance. As the Company further optimises its operational footprint and progresses with KAFA'A-aligned energy-efficiency initiatives, emission intensity is expected to stabilise and improve over time.

GHG Emissions Intensity	2024	2025
Total Emissions (mtCO2-eq)	**1,716.98**	**1,522.66**
Total FTEs	**27**	**18**
Emissions Intensity	**63.591**	**84.59**

CBB ESG Reporting (Disclosure Table E.6: Emission Intensity)

Environment

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Water Usage

Water consumption for 2025 totaled 3,236.575 m^3, encompassing the Seef and Sanad properties. The Sanad divestment finalised during the year is expected to significantly lower total water usage from 2026 onwards, with future reporting to reflect only the Seef premises.

BNH continues to adhere to fair-allocation and chargeback mechanisms for multi-tenant facilities and remains focused on improving water-use efficiency in line with national sustainability aspirations such as Bahrain's Economic Vision 2030 and the National Water Strategy.

Water Usage (liters)	2024	2025
Water Consumed/ Withdrawn	**6,141**	**3,237**
Water Recycled	**0**	**0**

CBB ESG Reporting (Disclosure Table E.8: Water Usage)

Waste Generation

Consistent with prior years, waste generated by BNH in 2025 primarily consisted of routine office waste such as paper, food waste, and general refuse. While waste tracking is not yet formally measured by volume or classification, all waste continues to be disposed of through municipal channels in compliance with national regulations.

In addition to standard disposal practices, BNH has strengthened its commitment to responsible waste management through its ongoing partnership with Nidukki, a local recycling initiative. Through this collaboration, BNH actively supports the collection and recycling of paper, cardboard, and plastic materials, ensuring that recyclable waste is diverted from landfills and processed through environmentally responsible channels.

As BNH continues exploring participation in national sustainability programmes, future opportunities may arise to enhance waste tracking systems, reduce paper-based processes, and expand structured waste-management practices across its operations.

Waste Generation (kgs)	2025
Total Hazardous Waste	**0**
Total Non-Hazardous Waste	**N/A**

CBB ESG Reporting (Disclosure Table E.9: Waste Generation)

Emission Targets

BNH remains supportive of Bahrain's national commitment to achieve net-zero emissions by 2060. While there are currently no specific emission-reduction obligations applicable to BNH, we continue to monitor regulatory developments and assess its readiness to comply with future requirements.

Through the consolidation of its operational footprint, the anticipated adoption of KAFA'A energy-efficiency measures, and ongoing improvements in monitoring and reporting, BNH is positioning itself to progressively reduce emissions and contribute to the national decarbonisation agenda.

CBB ESG Reporting (Disclosure Table E.10: Emission Targets)

Sustainability at BNH

ESG Governance

At BNH, ESG governance is a central element of how we exercise oversight as a holding company. While BNH does not engage in direct operational activities, we are responsible for setting the strategic direction and governance expectations for our portfolio companies. This includes integrating environmental, social, and governance (ESG) considerations into investment decisions, risk assessments, and long-term planning. BNH's ESG Governance is led by the Board of Directors, with executive management responsible for implementing ESG priorities at the Group level.

Board Level Governance

At BNH, the Board of Directors plays a central role in overseeing the Company's commitment to strong governance and responsible business conduct. ESG governance is embedded within the broader framework of risk, compliance, and audit oversight—primarily through the work of the Audit, Compliance, and Risk Committee (ACRC).The ACRC is instrumental in ensuring that internal controls, compliance systems, and risk management frameworks are robust, transparent, and aligned with both regulatory expectations and emerging sustainability considerations.

The Committee's mandate includes evaluating the effectiveness of risk management systems—an increasingly important function as ESG-related risks, such as climate impact, regulatory shifts, and reputational concerns, become more prominent. By shaping and reviewing these frameworks, the ACRC supports the Group's ability to anticipate, assess, and address such risks across its portfolio. Additionally, the Committee reinforces the Group's ethical foundation through its supervision of whistleblower mechanisms, regulatory compliance, and corporate governance procedures—core components of the Governance. As ESG expectations continue to evolve, the ACRC's work enhances transparency, accountability, and trust—laying a strong foundation for the Group's long-term sustainability objectives.

Executive Level Implementation – ESG Committee

The BNH MC Committee is the senior management body responsible for overseeing the Company's approach to sustainability. It plays a central role in identifying, monitoring, and responding to ESG-related risks and opportunities, reflecting BNH's commitment to embedding sustainability into strategic decision-making and governance structures.

Comprising cross-functional executives, the Committee supports the Company's priorities in areas such as environmental stewardship, diversity and inclusion, health and safety, and corporate governance. It is tasked with shaping the Group's ESG strategy, recommending relevant policies and disclosures, and preparing an annual ESG plan for Board consideration. The Committee also monitors emerging ESG risks, regulatory developments, and global trends, and serves as a key advisor to the Board and its Committees on ESG matters. Key responsibilities of the ESG Committee include:

- Defining ESG priorities, targets, and strategic direction
- Coordinating and oversee ESG initiatives across the Group
- Supporting the Board and management in ESG oversight
- Enhancing ESG awareness and knowledge within the Group

Note:

CBB ESG Reporting (Disclosure E.1: Environmental Oversight)

Sustainability at BNH

Impact & Outcomes

Environment

Total Emissions

1,523 *MT C02-e*

Emission Intensity

85 (per FTE) (MT CO2-eq)

GHG Emissions

Scope 1, 2, and 3 GHG Emissions are reported in line with the GHG Protocol.

Energy Consumption

2,928 *GJ*

Water Usage

3,237 *m3*

Governance

100%

Ethics and Anti-Corruption Compliance

0%

Instances of Whistleblowing incidents

0%

Instances of Data Privacy violations

Social

Total Workforce

18

Health & Safety Incidents

0

Women constitute of total staff

39%

Learning and Development – Average Training Hours Per FTE

21.8

Nationalisation

72%

Workforce composition by management level

Entry-Level

39%

Mid-Level

22%

Senior-Level

39%

Social & Community

Social & Community

Data & Outcomes

Total Workforce Composition

BNH monitors and reports on its workforce composition with a focus on gender and age distribution. Gender data is tracked across all employment levels to support equitable representation and inform talent management practices.

As of the end of 2025, Bahrain National Holding (BNH) maintained a lean and fully full-time workforce comprising 18 employees, reflecting the nature of its operations as an investment holding company with centralised administrative and strategic functions. The workforce demonstrates a relatively balanced gender distribution, with 11 male and 7 female employees, representing 39% female participation, indicative of inclusive hiring practices within the organisation.

In terms of age demographics, the majority of employees (78%) fall within the 30–50 years age group, reflecting a workforce with a strong mid-career profile, bringing experience and professional maturity to the company's operations. Employees under 30 years represent 5% of the total workforce, while those over 50 years account for 17%, indicating some generational diversity while maintaining an operational focus on experienced professionals.

All employees are engaged on a full-time basis, with no part-time staff or interns during the reporting period. This reflects the Company's staffing model, which is built around stable, long-term employment structures aligned with BNH's operational needs and governance functions.

Workforce Composition		2024	2025
Total Employees		**27**	**18**
By Gender	Male	**15**	**11**
	Female	**12**	**7**
By Age	Under 30 years	**3**	**1**
	30 – 50 years	**19**	**14**
	Over 50 years	**5**	**3**
By Employment Type	Full-Time Employee	**27**	**18**
	Part-Time Employee	**0**	**0**
	Interns	**0**	**0**

CBB ESG Reporting (Disclosure S.1: Total Workforce Composition)

Child & Forced Labour

At BNH, we fully comply with the Bahrain Labor Law (Law No. 36 of 2012) and its applicable provisions related to juvenile employment. Child and Forced Labor considerations are embedded within our broader Human Resources Policy, which governs all aspects of recruitment, employment, and operational practices across the organisation and our supply chain.

We maintain a zero-tolerance approach to child and forced labor, enforced through robust operating procedures. The Human Resources policy is periodically reviewed and approved by the Board of Directors and relevant management authorities to ensure ongoing alignment with legal obligations and best practices in labor and human rights. In 2025, nil incidents related to child and forced labor were reported.

CBB ESG Reporting (Disclosure S.2: Child & Forced Labour)

Employee Turnover

In 2025, BNH recorded a total workforce turnover of 8 employees, representing nearly 30% of its total staff. The turnover was equal among male employees (4) and females (4). Notably, 12% of total turnover occurred within the under 30 age group, 63% between 30-50 age group, while the remaining turnover was from the above 50 age group.

BNH experienced a stabalised employee turnover during the reporting period, primarily driven by organisational changes related to the divestment of our subsidiaries. As a result, employees associated with post-divestment transfer to these subsidiaries are no longer reflected within BNH's workforce, Alongside the retirement benefit that senior employees in BNH utilised and benefit from to start their retirement.

This change is a structural shift rather than a reflection of attrition due to internal workplace factors. BNH remains committed to workforce stability and continues to prioritise employee engagement, well-being, and development within its ongoing operations.

Workforce Composition		2024	2025
Employees Turnover Ratio		**45%**	**30%**
Total Turnover		**13**	**8**
By Gender	Male	**8**	**4**
	Female	**5**	**4**
By Age	Under 30 years	**8**	**1**
	30 – 50 years	**5**	**5**
	Over 50 years	**0**	**2**

CBB ESG Reporting (Disclosure S.3: Employee Turnover Ratio)

Social & Community

Data & Outcomes

Gender Pay Ratio

Our current gender pay parity ratio, calculated as the median compensation of women to that of men, stands at 0.61. This metric is regularly monitored as part of our broader commitment to transparency and equity in compensation practices.

We recognise that this figure reflects underlying structural and role-based dynamics within the organisation and industry. Ongoing analysis helps us better understand the factors influencing this ratio, including role distribution, tenure, and representation across functions and levels.

We continue to evaluate compensation frameworks and workforce data to ensure pay practices remain fair, consistent, and aligned with our principles of equity and inclusion.

Gender Pay Ratio	2024	2025
Median Women's Compensation to Median Men's Compensation	**0.61**	**0.67**

CBB ESG Reporting (Disclosure S.4: Gender Pay Ratio)

Nationalisation

Approximately 72% of our workforce is comprised of Bahraini nationals, reflecting our strong commitment to supporting local talent development and contributing to national employment objectives.

We remain fully compliant with the Labor Market Regulatory Authority (LMRA) regulations regarding the required proportion of nationals in the workforce and actively supports initiatives that enhance the capabilities and career progression of Bahraini professionals across all levels of the organisation.

Gender Pay Ratio	2024	2025
Total Employees	**27**	**18**
Total Employees (Nationals)	**20**	**13**
Proportion of Nationals	**74%**	**72%**

CBB ESG Reporting (Disclosure S.7: Nationalisation)

Health & Safety

At BNH, safeguarding the health, safety, and wellbeing of our employees remains a fundamental commitment and an integral part of our corporate responsibility. We recognize that a resilient, high-performing workforce is critical to the long-term sustainability and success of our business. Accordingly, we continue to embed occupational health and safety (OHS) as a core pillar of our organisational culture and operational excellence..

We remain in full compliance with the Kingdom of Bahrain's Labour Law (Chapter 15), which governs workplace safety, environmental health, and occupational wellbeing. Our efforts include conducting periodic internal inspections, risk assessments, and third-party audits to monitor and enhance our work environment. We also deliver targeted capacity-building programs—such as safety awareness campaigns, firefighting simulations, certified first aid training, and annual fire drills—ensuring our employees are well-equipped to respond to emergencies and uphold best practices.

Through these initiatives, we aim to maintain zero incidents, promote physical and mental wellness, lower healthcare-related costs, and ultimately drive operational efficiency across the organisation. Our commitment to health and safety extends beyond compliance - it reflects our dedication to responsible business conduct and our duty of care toward every individual at BNH.

Health & Safety	2024	2025
Number of injuries and fatalities	0	0
Lost days due to work injury	0	0

CBB ESG Reporting (Disclosure S.5: Health & Safety)

Non-Discrimination

At BNH, we comply with the Bahrain Labor Law (Law No. 36 of 2012) and its applicable provisions, which prohibit discrimination in employment. Discrimination based on gender, age, nationality, physical disability, or any other legally protected characteristic is not permitted in any aspect of employment, including recruitment, promotion, compensation, training, or termination.

This requirement is incorporated into the organisation's Human Resources Policy, which applies to all personnel, and governs employment practices across the organisation.

The policy is subject to periodic review and approval by the Board of Directors and relevant management authorities to ensure compliance with applicable legislation and consistency with international labor and human rights standards.

In 2025, nil incidents related to discrimination were reported.

CBB ESG Reporting (Disclosure S.6: Non-Discrimination)

Social & Community

Data & Outcomes

Supports the Insulin Pump Initiative for Children in Collaboration with the Royal Humanitarian Foundation

BNH participated in supporting the Second Charity Marathon: Miles for Children's Health, an initiative aimed at providing insulin pumps for children with Type 1 diabetes. The initiative was organized by the Royal Humanitarian Foundation as part of its ongoing efforts to enhance social responsibility and support the most vulnerable groups in society.

This sponsorship aligns with BNH's strategy to support vital sectors in the Kingdom of Bahrain, particularly the healthcare sector, and to champion initiatives that serve children requiring specialised medical care. Modern insulin pumps play a crucial role in helping children manage their condition more easily, reducing health complications, and enabling them to lead more stable and comfortable lives.

BNH praises the Royal Humanitarian Foundation, praising the foundation's pioneering role in supporting families in need and delivering impactful initiatives that embody the values of compassion and solidarity within the Bahraini community. These values: trust, collaboration, and growth are core principles the Company embraces in its own mission.

BNH further emphasised that its support for this initiative forms part of a broader portfolio of social programs and community projects the company will continue to pursue in the coming period, particularly in the sectors of education and entrepreneurship.

The Company concluded by reaffirming its commitment to strengthening the role of the private sector as an active partner in supporting national efforts and contributing to building a healthier and more sustainable society, in line with Bahrain's development vision.in future reporting periods, guided by principles of relevance, transparency, and positive social impact.

Community Investments	2024	2025
Amount Invested (BHD)	0	5,000
Amount invested as percentage of revenue	N/A	N/A

CBB ESG Reporting (Disclosure S.8: Community Investments)

Human Rights

At BNH, we do not currently have a standalone Human Rights policy; however, the principles of human rights are firmly embedded in our HR policies and procedures, which guide our approach to employee relations, workplace ethics, and organisational conduct. We uphold key human rights principles such as non-discrimination, fair and respectful treatment, safe and healthy working conditions, and the protection of personal dignity and privacy. These values are reflected in how we hire, develop, and support our people, and form the foundation of our commitment to creating a just and inclusive workplace.

Our employment practices are fully aligned with the Labor Law of the Kingdom of Bahrain, which outlines critical protections related to workers' rights, safety, and fair employment. By adhering to this legal framework, we naturally align with internationally recognised standards, including the Universal Declaration of Human Rights (UDHR) and core conventions of the International Labour Organisation (ILO), to which the Kingdom of Bahrain is a signatory. We remain committed to strengthening our internal systems and culture in a way that respects and advances human rights across all levels of our organisation.

CBB ESG Reporting (Disclosure S.9: Human Rights)

Social & Community

Data & Outcomes

Management Composition/ Diversity

The composition of our management team reflects progress and continued focus in advancing gender diversity. At all levels, gender parity has been achieved, indicating a strong commitment to inclusive representation of young talent.

This is a positive indicator of a healthy talent pipeline with a more balanced gender representation.

We remain committed to a balanced gender representation through various initiatives such as early-career mentorship, equitable promotion practices, and inclusive hiring strategies.

Management Composition/ Diversity	2024	2025
Total Employees	**27**	**18**
Entry Level	**12**	**7**
Male	6	4
Female	6	3
Mid Level	**7**	**4**
Male	3	2
Female	4	2
Senior Level	**8**	**7**
Male	6	5
Female	2	2

CBB ESG Reporting (Disclosure S.10: Management Composition/ Diversity)

Development & Training

At BNH, we recognise that continuous learning and skills enhancement are essential to sustaining a capable, agile, and future-ready workforce. In 2025, we continued to invest in the professional development of our employees through a diverse range of training programs covering technical knowledge, regulatory compliance, leadership, and soft skills.

Key development initiatives included participation in of all Board members and the Executive Management Team participated in a customised, tailor-made training programme delivered by GCC BDI, aimed at enhancing governance excellence, strategic oversight, and sustainable value creation. The programme covered the evolving role of the Board, succession planning and board composition, effective board dynamics and performance dialogue, senior talent and CEO succession planning, as well as alignment and leadership calibration. It further addressed core principles of corporate governance, emerging governance trends, and business ethics. In addition, the sessions explored strategy creation-clarifying the roles of the Board and Management, differentiating corporate and business strategy, avoiding common pitfalls, and strengthening strategic thinking—alongside value creation topics, including business model effectiveness, strategy evaluation, and fostering a high-performance culture.

Two members of the Executive Management team participated in the National Executive Leadership Programme organised in the Kingdom of Bahrain by Harvard Business School, in collaboration with Tamkeen and EMIC. The programme is designed to strengthen national leadership capabilities by equipping senior executives with advanced strategic, financial, and organisational leadership skills to drive sustainable growth and competitiveness. Through a series of intensive modules, participants explored strategy execution, financial acumen for value creation, leading organisational transformation, innovation and growth, governance and accountability, and leading high-performance teams. The programme also emphasised adaptive leadership, decision-making under uncertainty, and fostering a forward-looking mindset aligned with Bahrain's economic development ambitions.

Throughout 2025, employees actively participated in a range of professional development initiatives aimed at strengthening both technical expertise and leadership capabilities. Training programmes included specialised courses in AI and Fintech in Financial Markets, equipping participants with insights into emerging technologies, digital transformation, and innovation in financial services. Employees also completed Real Estate Financial Modeling training to enhance analytical capabilities, investment evaluation, and financial structuring skills within the property sector. In addition, Interpersonal Skills Coaching sessions were conducted to further develop communication, collaboration, and leadership effectiveness, supporting a culture of high performance and continuous growth across the organisation. integration, structured induction programs were delivered across BNH and its subsidiaries. These efforts reflect our belief that investing in people is key to both individual growth and organisational resilience especially in the context of an evolving regulatory, digital, and ESG landscape.

Average Training Hours	2024	2025
Male	**1.05**	**34**
Female	**13.0**	**2.5**
Total	**7.33**	**21.8**

CBB ESG Reporting (Disclosure S.11: Development & Training)

Note:

Across all training activities, the average training hours per employee stood at 21.8 hours. When disaggregated by gender, female employees averaged 2.5 hours, while male employees averaged 34 hours. This higher hours for male staff is attributed to the participation of several male staff members in long-duration certification programs, such as the Executive Leadership Progeramme, which require extended engagement and multiple learning modules.

Despite the variance, all employees had access to tailored learning opportunities based on their roles, developmental needs, and regulatory requirements.

Governance

Governance

Data & Outcomes

Board Composition

As of the reporting period, BNH's Board of Directors consists of a total of 11 members. All members serve in a non-executive capacity, reinforcing our commitment to independent oversight and effective governance. Of the 11 members, four are classified as independent directors, in accordance with applicable regulatory requirements.

Board appointments reflect a combination of shareholder representation and institutional participation. One member has been appointed by a major shareholder, while the remaining ten have been elected by other shareholders, ensuring diverse stakeholder representation.

While the current Board does not include female representation, we continue to strengthen our governance framework and nomination processes to identify opportunities for improved diversity on the Board.

Further details on Board structure, diversity, and governance practices can be found in our Corporate Governance Report.

Board Composition	2024	2025
Total Members	**11**	**11**
Female Members	0	0
Executive	0	0
Non-Executive	11	11
Independent	4	4
Appointed	1	1
Elected	10	10

CBB ESG Reporting (G.1. Board Composition)

Board Committees.

BNH's Board of Directors plays a central role in guiding the Group's strategic direction and upholding its commitment to transparency, accountability, and ethical leadership. To strengthen the effectiveness of its oversight and decision-making functions, the Board is supported by three specialised committees, each governed by formal charters that clearly define their responsibilities and authority.

- Audit, Compliance & Risk Committee (ARC)
- Executive & Investment Committee (EC)
- Nomination, Remuneration & Governance Committee (NRGC)

Board Composition	ARC	EC	NRGC
Total Members	**3**	**3**	**3**
Female Members	0	0	0
Male Members	3	3	3

- The Audit, Compliance & Risk Committee (ACRC) oversees the integrity of BNH's internal control systems, risk management processes, and compliance with applicable laws and regulations. It also supervises the appointment, performance, and independence of external auditors, and ensures appropriate mechanisms are in place to protect the rights of whistleblowers.
- The Executive & Investment Committee (EIC) monitors the Group's strategic direction, reviews financial and operational performance, and advises on key business initiatives. It also provides recommendations on investment opportunities in line with the Group's overall business plan and risk appetite.
- The Nomination, Remuneration & Governance Committee (NRGC) is responsible for Board and executive succession planning, performance evaluations, and the design of fair and competitive remuneration frameworks. The Committee also oversees the implementation and continual enhancement of BNH's corporate governance practices and plays a key role in the integration of sustainability considerations into strategic and operational decision-making.

These committees collectively ensure that the Board operates with independence, diligence, and in full alignment with the Group's strategic priorities and stakeholder expectations. Through this structure, BNH reinforces its commitment to strong governance, ethical conduct, and sustainable value creation.

CBB ESG Reporting (G.1. Board Composition)

Governance

Data & Outcomes

Collective Bargaining

BNH recognises the importance of upholding labor rights, including the right to freedom of association and collective bargaining, as outlined in Bahrain's Labor Law No. 36 of 2012. The law provides employees with the legal right to form and join trade unions, elect representatives, and engage in collective bargaining to negotiate terms and conditions of employment.

As of the reporting period, there are no active labor unions operating within the organisation, and no formal requests have been made by employees to establish such representation. While collective bargaining is not currently practiced at BNH, we remain fully compliant with applicable provisions of labor laws. In the absence of union representation, we maintain open and transparent communication channels with our employees. Regular feedback mechanisms, staff engagement surveys, and internal communication forums support our commitment to fair labor practices and a positive work environment.

CBB ESG Reporting (Disclosure G.2: Collective Bargaining)

Whistleblowing

In line with our commitment to regulatory compliance and ethical conduct, we have established a Whistleblowing Policy aimed at providing a secure and confidential mechanism for raising concerns. This policy is designed to empower employees, vendors, service providers, customers, and any third party to report any misconduct or unethical behavior they may witness or become aware of, without fear of retaliation.

The policy clearly outlines the process for reporting concerns directly to the appropriate officials, ensuring that all disclosures are handled with a high level of confidentiality and integrity. It emphasises the organisation's zero-tolerance stance on any form of retaliatory action against individuals who come forward in good faith. To ensure transparency and accessibility, the Whistleblowing Policy is made available to all employees through the organisation's intranet, and to customers and third parties via our official website.

Whistleblowing	2024	2025
Instances reported under whistleblowing policy	0	0

CBB ESG Reporting (Disclosure G.3: Whistleblowing)

Data Privacy

At BNH, our data privacy practices are guided by provisions stated in Bahrain's Personal Data Protection Law (PDPL) and our internal governance standards, ensuring responsible collection, use, and protection of personal data. We collect personal information only when necessary. For example, in connection with service requests, employment applications, or other direct interactions. All information is handled with strict confidentiality and is maintained securely within BNH's systems for the purposes of fulfilling service obligations or regulatory requirements.

Access to personal data is restricted to authorised personnel who are bound by confidentiality agreements and trained in data protection protocols. We do not sell, lease, or disclose personally identifiable information to third parties, except as required by law or as necessary to deliver services through trusted third-party providers under strict contractual safeguards. BNH does not disclose non-public personal information to affiliates or unaffiliated third parties unless permitted by law. Any third parties engaged by BNH are contractually obligated to use the information solely for the intended purpose and to maintain strict confidentiality. Our commitment to data privacy reflects our broader ESG objectives, ensuring transparency, accountability, and respect for stakeholder rights in all aspects of our operations.

Data Privacy	2024	2025
Number of data privacy violations reported	0	0
Number of data privacy violations reported involving personally identifiable information	0	0

CBB ESG Reporting (Disclosure G.4: Data Privacy)

Disclosure Practices

BNH does not currently disclose or submit data to external sustainability frameworks such as the Global Reporting Initiative (GRI), United Nations Global Compact (UNGC), or other similar reporting standards. Since 2020, we have been consistently publishing an ESG report that provides detailed and transparent data on our environmental, social, and governance performance. The report is publicly available through our website.

In 2025, we commenced aligning our ESG disclosures with the Central Bank of Bahrain's ESG Reporting Requirements (Common Volume – Part A)

CBB ESG Reporting (Disclosure G.5: Disclosure Practices)

Governance

Data & Outcomes

Conflict of Interest

At BNH, Directors, Key Shareholders, Senior Executives, and employees are required to avoid any situations that may lead to conflicts of interest with the Company. As per BNH's Corporate Code of Conduct, matters pertaining to conflicts of interest are managed in accordance with the Commercial Companies Law and the Corporate Governance Code of Bahrain.

Our Board of Directors' internal regulations mandate that any Director or Executive Management member involved in a transaction that presents a potential conflict of interest must obtain prior approval from the Board. Individuals with a joint or conflicting interest—either personally or on behalf of others—are obligated to fully disclose the nature of their interest to the Board, which is formally recorded in the minutes. These individuals are excluded from participating in discussions, deliberations, and voting related to such transactions. Any abstention from voting due to a conflict of interest, or approval of a conflict-related contract or transaction, will be disclosed to shareholders in the Annual Report in line with applicable local law. The disclosure focuses on the substance and potential impact of the transaction on the integrity of the Group's decisions, rather than merely its legal form.

The Chairman reports all approved related-party transactions to the General Assembly at its first meeting following the transaction, with reporting conducted on a case-by-case basis and supported by an external auditor's report. Details of related-party transactions, including classifications of amounts payable and receivable, are transparently disclosed to shareholders. External auditors also monitor compliance, ensuring related parties fulfill their obligations in the year following the transaction. All disclosures adhere to relevant international standards and financial reporting laws to ensure accuracy and transparency.

CBB ESG Reporting (Disclosure G.6: Conflict of Interest)

Supplier Code of Conduct

Currently, BNH does not have a standalone Supplier Code of Conduct. We have implemented comprehensive internal policies and procedures that govern our procurement activities, vendor due diligence, and supplier registration processes. These robust frameworks are designed to ensure that all suppliers and vendors are thoroughly evaluated and selected based on criteria that include ethical business practices, compliance with applicable laws, and alignment with our commitment to sustainability.

Our procurement and supplier management processes emphasise transparency, integrity, and accountability, enabling us to maintain strong partnerships and mitigate risks associated with our supply chain. While we do not have a separate code specifically for suppliers, these internal controls collectively support responsible sourcing and reinforce our commitment to upholding high standards throughout our vendor network.

CBB ESG Reporting (Disclosure G.7: Supplier Code of Conduct)

Incentivised Pay

As of the current reporting period i.e. 2025, no portion of executive remuneration or incentive compensation is contingent upon or linked to the achievement of sustainability-related outcomes or environmental, social, and governance (ESG) performance indicators. Executive compensation is determined in accordance with established corporate governance policies and applicable regulatory requirements.

Any potential integration of sustainability-linked incentives shall be subject to Board approval and aligned with evolving best practices and stakeholder expectations.

CBB ESG Reporting (Disclosure G8: Incentivised Pay)

Ethics & Anti-Corruption

At BNH, we are committed to the highest standards of ethical conduct, integrity, and compliance across all areas of our operations. The Group maintains a zero-tolerance approach to corruption, financial misconduct, and unethical behavior, reinforced through robust governance frameworks and internal controls. We uphold comprehensive Anti-Money Laundering (AML), Counter Financing of Terrorism (CFT), and Counter Proliferation Financing (CPF) policies and procedures in line with AML Law Decree No. (4) of 2001 and the regulations of the Central Bank of Bahrain (CBB). These measures are designed to detect, prevent, and report any illicit financial activity through well-defined that enhance screening, monitoring, and escalation processes.

Annual reviews of compliance policies are conducted alongside mandatory training and awareness programs, ensuring that employees remain informed and vigilant. The Company also ensures full compliance with CBB's Key Persons Trading regulations and regularly submits required internal audit and external assurance reports to regulatory authorities. Oversight of these ethical and compliance obligations is provided by the Audit, Compliance, and Risk Committee (ACRC), which reports directly to the Board, ensuring continuous alignment with regulatory standards and corporate governance best practices. Relevant trainings and learning modules are assigned to all our employees to ensure awareness and compliance with the applicable laws. 100% of our employees have undergone trainings related to Ethics and Anti-Corruption.

CBB ESG Reporting (Disclosure G.9: Ethics and Anti-Corruption)

Assurance

BNH does not currently engage any third-party or external organisations to validate or verify its ESG data disclosures. We are committed to ensuring that all information presented in our ESG reporting is accurate, complete, and reliable. Internal controls and review processes are in place to maintain the integrity of our data, supporting transparency and accountability to our stakeholders.

CBB ESG Reporting (Disclosure G.10: Assurance)

SCAN TO VIEW

BAHRAIN NATIONAL HOLDING B.S.C.