

ADÖKSAN's ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. PURPOSE

The purpose of this Anti-Bribery and Anti-Corruption Policy ("Policy") is to set forth the framework of the principles and practices regarding the fight against bribery and corruption as ADÖKSAN and to provide clear communication. With this policy, we aim to identify, reduce and manage the risks of bribery and corruption in compliance with legal regulations, ethical and professional principles and universal legal rules.

The policy is also in harmony with ADÖKSAN Code of Ethics, ADÖKSAN policies and our Values.. Our internal practices refer to the aforementioned ADÖKSAN Anti-Bribery and Anti-Corruption Policy and our ADÖKSAN Code of Ethics.

2. SCOPE

Our employees and managers in all countries where we operate are obliged to act in accordance with this Policy. We expect all our Business Partners, with whom we have a relationship with the supply of goods or services, to act in compliance with the principles and principles in this Policy, and we take the necessary steps to ensure this.

3. DEFINITIONS

Conflict of Interest: It is all kinds of material and moral interests that prevent employees from performing their duties impartially, or have interests that may create a perception that they are hindering them.

Ethics Committee: The Ethics Committee is the committee that works under the ADÖKSAN General Manager and decides on the actions to be taken in case of complaints and notifications that the ethical rules are violated within the scope of "ADÖKSAN Code of Ethics".

Gift: It is all kinds of goods and benefits that are accepted directly or indirectly, with or without economic value, that affect or may affect the impartiality, performance, decision or performance of the employee's duty.

"Business Partners" includes suppliers, customers, contractors, all kinds of representatives, subcontractors and consultants, institutions/organizations with which ADÖKSAN does business and other third parties.

Bribe: In order to enable a person to perform an action that is contrary to the requirements of the task or out of the ordinary course of work, such as directly or through intermediaries, such as doing, not doing, not doing, speeding up, slowing down a job related to the performance of his duty, within the framework of a verbal/written agreement from the other party is to provide, directly or indirectly, material or moral benefit to him or her, the party or another person to be shown.

Corruption: It is the misuse of the duties and powers, by moving away from the fulfillment of the duties and authorities in accordance with the law, for the purpose of obtaining material or moral gain, directly or indirectly.

4. PRINCIPLES AND BASES

As ADÖKSAN, we have adopted the principle of carrying out our activities in accordance with our ethical values. "Our ADÖKSAN Code of Ethics" document regulates the basic ethical behavior rules of our company and was created to ensure that ADÖKSAN develops in accordance with national and transnational laws and ethical standards..

In accordance with our Code of Ethics, ADÖKSAN aims to fully comply with the principles and principles contained in this Policy; No form of bribery or corruption is tolerated, regardless of its purpose. This ADÖKSAN Anti-Bribery and Anti-Corruption Policy has also been implemented as a requirement of the importance given to this issue.

Our main principles and principles regarding possible risk areas where acts of bribery and corruption may occur are detailed below:

4.1. Legal Use of ADÖKSAN's Funds, Services and Assets

a. Basic Policy

The use of ADÖKSAN's funds, services or assets for illegal or improper purposes is strictly prohibited. No individual or company may accept bribes, bonuses or other forms of payment, cash or any other form of payment, purchase of privileges or special interests. Likewise, no company or individual (domestic or foreign) can accept money or benefits in violation of any law or regulation.

Our employees are responsible for the protection and correct use of ADÖKSAN's assets and resources. Machinery-equipment and other goods belonging to the company (vehicles, tools, spare parts, office equipment and supplies, documents, computers, electronic devices, company credit cards, etc.) can only be used for the purposes determined by the company.

b. Political Contributions

ADÖKSAN does not make any payments or provide services to political parties, political organizations, elected officials or candidates, although such contributions are legally used in accordance with the laws of the countries where such payments can be made.

Our employees cannot request donations or make similar requests from our Business Partners and/or other colleagues on behalf of political associations or various organizations.

c. Facilitation Payments

No cash or non-cash payments can be made in the hope of speeding up the just works and transactions to be carried out in state institutions or securing the result. Gifts, services or benefits offered to government or administrative employees or civil servants are prohibited as they may be interpreted as an attempt to influence government or administrative

decisions on matters affecting ADÖKSAN. The participation of persons and organizations covered by this policy in such payments cannot be accepted under any circumstances.

d. Authenticity and Accuracy of Accounts and Records

All assets, liabilities, expenses, accounts, invoices and other transactions carried out by ADÖKSAN must be recorded in the books and accounts of the companies in a complete, accurate and fair manner in accordance with the applicable accounting principles, rules and laws.

Documents related to business or financial transactions should faithfully reflect those transactions. No payment shall be accepted or made with the intention or understanding that all or any part of a payment will be used for any purpose other than as specified in the documents supporting that payment. It is not allowed to enter the books and records of ADÖKSAN incorrectly or from outside for any reason.

e. Abuse of Title or Position

ADÖKSAN employees cannot, under any circumstances, use the duties and powers of the title for the benefit of themselves, their families or third parties, and cannot make any promises.

f. Relations with the Media

Magazines, bulletins, newspapers, television, radio, etc. related to the fields of activity of ADÖKSAN. making statements to the written and visual, local, national and/or international press, participating in conferences as a speaker, making interviews, by obtaining the approval of the General Manager in line with the principles and principles determined in the internal legislation of the company.

f. Donations and Sponsorships

ADÖKSAN does not support any illegal activities, projects that will encourage any discrimination in the society, organizations with political/religious/ethnic content, and activities that encourage harmful habits.

Corporate social responsibility projects are an important part of ADÖKSAN's corporate identity, and ADÖKSAN can take part in such social projects as well as charitable donations.

All kinds of in-kind and cash donation requests, suggestions and requests regarding corporate social responsibility projects, corporate support and sponsorship requests are forwarded to ADÖKSAN Business Development Director. After evaluating the compatibility of the requests with ADÖKSAN's strategies, they are submitted to the approval of ADÖKSAN General Manager together with the opinions. All donations and sponsorships made by ADÖKSAN are recorded and reported to the public.

g. Mergers, Acquisitions and Joint Venture

Before any merger, acquisition or joint venture decision, ADÖKSAN conducts the necessary anti-bribery and anti-corruption investigation in a comprehensive manner.

4.2. Relations with Customers and Suppliers

a. Gifts and Representation

- **Accepting Gifts**

ADÖKSAN does not accept gifts from customers or suppliers in any way (especially money, goods, services, meals, tickets, travel amounts or entertainment) in order to gain an improper commercial advantage or to influence the preferences and decisions of the employees, except where the gift or gift is only an indicative. prohibits the admission.

If gifts have already been received, they must be returned to the giver. In case the rejection or return of the gift is impolite, our employee must inform our Ethics Committee, which will decide what to do with the gift in accordance with these rules. The customer or supplier should be asked to refrain from giving such gifts in the future.

- **Offering Gifts**

Giving cash or any other bribe or kickback to any representative of the customer or supplier, directly or indirectly, in order to obtain a contract, other commercial or financial benefit is prohibited.

In all cases, gifts other than token value given to potential or existing customers or suppliers are strictly prohibited.

b. Choosing Suppliers or Service Providers

The selection of suppliers or service providers for ADÖKSAN is done in an honest, impartial and fair manner within the framework of transparent business processes according to quality, needs, performance and cost.

We do not work with people and organizations that have negative intelligence about bribery or corruption. It is the responsibility of each ADÖKSAN employee to promote ADÖKSAN's interests within legal limits, to seize the best opportunities and to obtain the best conditions without doing any favors due to friendship or discrimination criteria during the negotiations with suppliers and service providers.

Suppliers or service providers are obliged to act in accordance with the principles and principles in this Policy and other relevant regulations, and business relations with individuals and organizations that do not comply are terminated.

c. Consultants and Other Service Providers

Agreements between ADÖKSAN representatives, agents, consultants or any other service provider must clearly state the actual services to be performed, the basis of fees or price, and all other terms and conditions. All payments must be determined and paid in relation to actual services rendered. Agents and consultants should not be allowed to act on behalf of ADÖKSAN unless they are authorized in writing by ADÖKSAN representatives.

d. Investing in Suppliers

No ADÖKSAN employee may directly or indirectly invest in the parent company or subsidiary of the supplier or lend an employee or officer.

e. Purchasing Goods or Obtaining Service from Suppliers for Personal Use

No employee can use their connection with ADÖKSAN to gain the same advantages in their personal purchases as those given to ADÖKSAN by the supplier.

f. Avoiding Conflicts of Interest

No employee can engage in an environment, relationship and behavior that may directly or indirectly lead to conflicts of interest. Avoids personal activities and financial interests that may conflict with ADÖKSAN's responsibilities. Cannot use ADÖKSAN's name, reputation and corporate identity to benefit himself/herself, his/her family or relatives; they cannot derive personal benefits from the persons and institutions/organizations they have business relations with.

4.3. Fair Competition

ADÖKSAN fully complies with the rules and laws governing competition in force in each State where the European Union and ADÖKSAN do business jointly. Fair competition rules and laws prohibit agreements, plans, regulations, programs, written or unwritten, between competitors involving prices, territories, market shares or customers. As a result, ADÖKSAN employees are prohibited from making such agreements with ADÖKSAN competitors. Also, joining a professional association where competitors are members requires the approval of the appropriate Division Manager and ADÖKSAN General Manager.

4.4. Industrial Property Rights

ADÖKSAN prohibits intentionally violating the industrial property rights of third parties for whatever reason (risk of losing market shares, chances of developing new business, receiving product orders, etc.).

5. EDUCATION

Face-to-face trainings and e-learning practices aimed at increasing the awareness and competence of our employees and Business Partners in the fight against bribery and corruption and assimilation of the principles and principles contained in this Policy are developed and implemented regularly with the support of ADÖKSAN Human Resources Unit.

6. POLICY VIOLATIONS AND SANCTIONS

All of our employees and Business Partners are obliged to act in accordance with the principles and principles contained in this Policy, relevant national/international legal regulations and all applicable anti-bribery and anti-corruption laws. Our employees sign a document declaring that they comply with this Policy and accept the consequences of violating.

In case of detection of violations and suspicious situations that are contrary to the principles and principles in this Policy, disciplinary punishments that may lead to termination of the employment contract are on the agenda, in accordance with the provisions of the relevant legislation, criminal sanctions may be in question depending on the nature and gravity of the event.

Our employees or Business Partners are not subject to any ill-treatment due to reporting violations of the principles and principles in this Policy, refusing to participate in a bribery or corruption event, or voicing their concerns about possible bribery and corruption acts in the future.

Grievance Mechanism

- We make arrangements through contracts and effectively use our existing whistleblowing/complaint hotline mechanisms to monitor and protect that all our employees and Business Partners meet the national/international legal requirements regarding the fight against bribery and corruption in value chain practices.

7. IMPLEMENTATION AND ENFORCEMENT

Our Anti-Bribery and Anti-Corruption Policy was published on ...25.11.2023 with the approval of our General Manager. This policy is regularly reviewed by our Ethics Committee at least once a year, focusing on current requirements and changes in our operating conditions. Updates/revisions deemed necessary take effect after being approved by our General Manager upon the recommendation of our Ethics Committee. Our General Manager is at the highest level responsible for ensuring compliance with this Policy and regular follow-up of possible violations and suspicious situations within the scope of improvements.

Any employee who believes that there is a conflict between the language of the policy and our activities, has questions about this policy, or wishes to report a potential violation of this policy confidentially, can raise these questions and concerns to the Human Resources Manager.

In addition, we effectively use our existing notification/complaint mechanism to ensure compliance with this Policy and to ensure regular follow-up of possible violations and suspicious situations within the scope of improvements and strive to ensure that our Business Partners, from whom we provide goods/services, evaluate their business processes within the scope of their commitments to international organizations in terms of combating bribery and corruption. Policy-related feedback and possible Policy violations and non-compliance can be reported via etik@adoksan.com. There are effective internal control mechanisms in our business processes to prevent potential bribery and corruption risks.

Our ADÖKSAN Anti-Bribery and Anti-Corruption Policy is made available to all our stakeholders through our corporate website, as well as to all our employees via the internal Common Network.