

## ANTI-BRIBERY AND CORRUPTION POLICY

Managing the fight against bribery and corruption in the best way is only possible with preventive and detective controls, by raising the awareness of the employees about the problems, through a culture that is open and compatible with business ethics. Operating in the international arena, BAFA is subject to the laws of Turkey where it is registered. However, as a company that is aware of the risks of operating at an international level, BAFA undertakes to work in compliance with the regulations of the international locations it serves.

### DEFINITIONS

**Bribery:** Bribery is the provision, offer or promise, demand or acceptance of a benefit by a BAFA employee within the framework of an agreement reached with a third party, by doing, having them done, not doing, speeding up or slowing down a job that is contrary to the requirements of his duty or outside the ordinary course of business is to act contrary to the requirements of his duty and to provide a certain benefit to himself or the party requesting it or to a third party due to this relationship.

**Corruption:** Any kind of money, measurable or not, in cash, gift, money, by requesting, offering, promising, giving or accepting bribe or any other illegal benefit out of the ordinary course of business or the authority that the person has due to the duty he/she performs. It is misuse for the purpose of gaining or maintaining material and moral gain.

**Public Servant:**It includes persons who participate in the execution of public activities, either permanently, temporarily or temporarily, by appointment or election or in any way, as stated in the Turkish Penal Code.

**Gift:** All kinds of goods and benefits that affect or may affect the impartiality, performance, decision or performance of the employee's duty, have economic value or not, and are accepted directly or indirectly.

Carrying out its meticulous work at this point, the company also accepts the following items as its general principles:

- Our company fulfills the obligations required by its adherence to laws, regulations and ethical rules under all circumstances.
- Our company is responsible for tax evasion, corruption, offering bribes, misleading the government in financial reports, etc.
- Our employees cannot accept or offer any gift that would harm their independence in their relations with public employees, customers, suppliers and other business partners.

- Company employees cannot use their duties and powers for the benefit of themselves, their families or third parties in order to obtain personal and private benefits in any way.
- Employees of the company may not knowingly or willfully abuse their title or position, gain or make a promise to themselves, their family or third parties, directly or through an intermediary or under any name, through mutual agreement, deception or coercion.
- It is strictly forbidden to provide, offer or promise benefits to a public official for personal benefit or on behalf of a third party in connection with an official transaction by company employees.
- Providing grants/donations/sponsors in exchange for obtaining benefits is covered by this Policy.

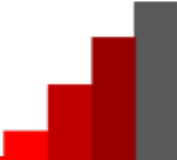
### LEGAL BASIS

The Organization for Economic Cooperation and Development (OECD), of which Turkey is a member, signed the 'Convention on the Prevention of Bribery to Foreign Public Authorities in International Commercial Transactions' in 1999 and emphasized the importance of preventing all kinds of bribery that may occur during commercial transactions. Similar agreements emphasizing the sensitivity on this issue. It has also been implemented in other international platforms such as the United Nations and the Council of Europe. The Republic of Turkey has also accepted to be a party to these agreements and implements the regulations brought by the said agreements. In this context, our company aims to fulfill all its obligations in accordance with both local and international legislation.

### WHAT ARE ANTITRUST LAWS?

Antitrust laws prohibit commercial practices that limit competition. Under antitrust laws, agreements and arrangements that prevent or restrict competition or are intended to be concluded, whether such agreements are written or oral, formal or informal, may be considered illegal. It is important to note that under competition laws, agreements do not necessarily require formal legitimacy to be considered violating those laws. An agreement need not be in writing or even based on an oral agreement; Illegal deals can be inferred from behavior and other data such as:

- Phone calls
- Emails
- Meetings
- Seen at the same trade shows
- Behavior in tender situations
- Timing of pricing decisions
- Participation in trade union meetings



## ACCURATE RECORD KEEPING

Within the scope of the principles set forth in this Policy, we are committed to carrying out our activities in a fair, transparent, honest, legal and ethical manner. While we are extremely sensitive about the fight against bribery and corruption, we would like to declare that we are against bribery and corruption. All kinds of accounts, invoices and documents related to relations with third parties (customers, suppliers, other service providers, etc.) are recorded and preserved in a complete, transparent, precise, fair and accurate manner, and internal control systems are established to prevent unregistered transactions, we take care not to make any changes to the accounting or similar commercial records regarding any transaction and not to deviate the facts.

## DONATIONS

In accordance with the Law to which BAFA is subject and the relevant legislation, some legal restrictions have been imposed on donations and aids. These restrictions are shown in the code of ethics.

## SELECTION OF FIRMS AND BUSINESS PARTNERS

During the selection of business partners and customers, criteria such as experience, financial performance, technical competence, as well as morality and whether they have a positive background in this field are taken into account. Relationships with companies or individuals with negative intelligence about bribery or corruption are reviewed.

## INFORMING THE EMPLOYEES

This Policy has been announced to all employees and is easily accessible. In order to increase the awareness of the employees in the fight against bribery and corruption, regular trainings are organized and it is aimed that the employees fully participate in the trainings.

## THOSE RESPONSIBLE FOR COMBATING BRIBERY AND CORRUPTION

As the authorized Anti-Bribery and Anti-Corruption Officer appointed/to be appointed by the Board of Directors, he/she is responsible for the following:

- Develops, defines, implements and monitors an effective anti-corruption program.
- Provides an opinion on the anti-bribery and anti-corruption program.
- Helps employees to make situational assessments on bribery and anti-corruption issues.
- Investigate and report in detail all reported bribery and corruption acts.

For this purpose, the Anti-Bribery and Anti-Corruption Officer has the authority to investigate the matter, to request and examine all kinds of documents and to present them to the Board of Directors when necessary, in cases of suspected or actual bribery and corruption acts.

## **VIOLATION AND SANCTIONS OF ANTI-BRIBERY AND ANTI-CORRUPTION RULES**

All of our employees are obliged to know the rules in this policy and to act in accordance with these rules and the applicable legislation regarding the fight against bribery and corruption while carrying out their work. Employees or business partners are prevented from encountering any pressure or negative attitude as a result of refusing to participate in a bribery and corruption case or keeping their identity anonymous as a result of reporting a bribery or corruption.

## **COMPETITORS AND PROHIBITIONS ON COMPETITION**

Unlawful arrangements with industry competitors, customers and suppliers and monopolistic or unfair trade practices are prohibited as our policies. There are legitimate reasons and situations when interacting with competitors, and illegal collusion cannot be made over these activities. The costs, penalties and civil liability incurred in such situations are often much higher than the profits or property damage caused by the illegal act or agreement.

## **RELATIONSHIPS WITH REAL OR POTENTIAL COMPETITORS**

To avoid improper conduct or appearances, never enter into any public or private, oral or written contracts, agreements, discussions or negotiations with actual or potential competitors, unless advised or permitted in advance by the Legal Department.

### **A) Price Fixing**

Price fixing among competitors is one of the most serious violations of antitrust laws and a crime punishable by the highest fines. BAFA employees should always decide on pricing and commercial terms independently of competitors and should never discuss pricing or trading terms with competitors.

### **B) Market Sharing**

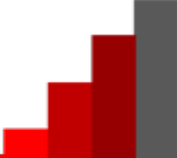
Agreements and compliant practices between competitors to allocate markets by product, region, channel, customer type or size or in any other way are illegal.

### **C) Tender rigging**

Coordinating auctions between competitors is a serious violation of antitrust law. Participants must bid independently of the others.

### **D) Exchange of confidential and commercially sensitive information**

The exchange of confidential information between competitors that could reduce or eliminate any uncertainty regarding current or future market actions is not permitted. Confidential information includes pricing, credits or discounts, terms of sale, capacity, production estimates, current trading conditions, business strategies, identity of customers and suppliers, details of negotiations with retailers, marketing plans, etc. is found.



## SUPPLY CHAIN

BAFA does not work with people and organizations that have negative intelligence about bribery or corruption before evaluating the organizations, dealers, business partners and suppliers with which it will deal. For this purpose, BAFA evaluates and selects the institutions, dealers, business partners and suppliers with which it will make agreements, in a way that will provide the best service to its customers, by keeping their interests in the foreground and in accordance with the principles of transparency and equality. Members of the Board of Directors, senior managers and employees may not make personal agreements with companies that BAFA may have an agreement with, which will weaken the possible advantages of the company during the bargaining process, cannot engage in activities that cause this, or carry out financial transactions.

## AUTHORITIES AND RESPONSIBILITIES

This Policy is published by the BAFA Legal Department and the Company is responsible for ensuring that all its employees comply with the Policy. Violation of this Policy may result in various sanctions, including termination of employment. This Policy will be periodically reviewed by the Legal and Compliance Department to ensure compliance with updated laws and regulations.

## REVIEW

This Policy is reviewed at regular intervals in line with changes in requirements and operating conditions, necessary updates are made and approved by the Board of Directors and followed within the framework of ISO 9001 standards in the common area.

## ENFORCEMENT

The policy document has been prepared in Turkish and English and is accessible to the public on the website <https://www.bafagroup.com.tr>. The policy is reviewed at regular intervals and announced on the site by making necessary updates.