

YASAR GROUP

ANTI-CORRUPTION POLICY

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① PURPOSE

This Policy forms part of the Yasar Group's commitment to ensuring, at an institutional level, a business culture based on ethical values, transparency and accountability.

The purpose of the Anti-Corruption Policy ("the Policy") is to establish the principles and rules to be applied within the Yasar Group as a reflection of the Group's determination to combat corruption and bribery.

The Policy:

- Ensures a zero-tolerance approach to bribery, extortion, trading in influence and all similar forms of corruption;
- Promotes an environment of ethical compliance, integrity and trust among employees, managers and third parties;
- Provides a fundamental framework for the identification, prevention, detection and reporting of corruption risks;
- Aims to protect the integrity and reputation of the Yasar Group companies by ensuring the highest level of compliance with national and international regulations.

② SCOPE

This Policy applies to all employees working within the companies under the Yasar Group (including managers, contracted personnel, consultants, interns, part-time and temporary personnel) and to all third parties acting on behalf of the Group.

Such third parties include suppliers, subcontractors, dealers, distributors, agents, representatives, consultants and other service providers, business partners and any other service providers.

All parties that directly or indirectly represent the Group are expected to act in compliance with this Policy in all business processes, including procurement, interactions with public institutions, communication with external stakeholders, commercial negotiations, donation and sponsorship activities.

The Policy applies to all domestic and international areas of activity of the Group. In international operations, where any discrepancy arises between local legislation and this Policy, the relevant person shall act after consulting the Yasar Holding Ethics Committee¹ (“the Ethics Committee”).

The parties within the scope of the Policy shall be deemed to have accepted the obligations communicated to them through written, verbal or contractual means.

In order to ensure the continuity of implementation, information, training, monitoring and, where necessary, enforcement mechanisms shall be established.

③ DEFINITIONS

- **Corruption:** The abuse by a person of the authority entrusted to them, in the public or private sector, for the purpose of obtaining personal benefit.
- **Bribery:** An improper benefit provided directly or indirectly in return for the performance or non-performance of an act. Advantages such as cash, gifts, travel, discounts or privileges fall within this scope. Both the giving and receiving of bribes constitute criminal offenses under applicable laws.
- **Extortion:** The act of a public official using their official authority to secure a benefit for themselves or another person. It presents particular risk especially in areas related to public tenders and official processes.
- **Trading in Influence:** The act of securing benefit in favor of third parties by using actual or perceived influence over public officials or decision-makers.
- **Facilitation Payment:** Low-value but unlawful payments made in order to have a transaction completed more quickly than through its normal course.
- **Conflict of Interest:** Situations where the personal interests of an employee or a third party conflict, or may potentially conflict, with the interests of the Group. Such situations shall be reported immediately to management or to the Ethics Committee.
- **Prohibited Persons / Institutions / Organizations:** Persons, institutions, organizations or countries included on national or international sanctions lists and with whom establishing a business relationship is prohibited (for example: Public Procurement Authority, MASAK, OFAC, European Union sanctions lists).

1 The Yasar Group Ethics Committee is the single committee across the Group; it receives all reports of violations and ethical applications, evaluates them, determines the necessary actions and manages the process. All Group companies shall be obliged to implement the decisions taken by this Committee.

- **Ethics Committee:** The Yasar Holding Ethics Committee (“the Ethics Committee”), the independent body responsible for evaluating breaches of ethical principles, examining reports and providing necessary direction and guidance.
- **Reporting Mechanism:** A confidentiality-based communication system that enables the reporting of ethical or legal violations and allows employees and third parties to submit reports in a secure manner.

④ ANTI-CORRUPTION: PRINCIPLES AND PRACTICES

As a signatory to the United Nations Global Compact, the Yasar Group adopts the principle of being “against corruption in all its forms” and integrates this principle as an integral part of its business culture.

The approach to combating corruption is implemented systematically through five core principles and the practices corresponding thereto.

Core Principles

- 1.** Bribery, facilitation payments and improper benefits are strictly prohibited.
- 2.** Exceeding the limits relating to gifts, hospitality and benefits arising from business relationships is prohibited.
- 3.** All business processes shall be conducted in a transparent, traceable and documentable manner.
- 4.** Conflicts of interest shall be avoided and potential situations shall be reported without delay.
- 5.** Attempts at corruption shall be clearly rejected and the relevant reports shall be made in a timely manner.

4.1. | Prohibition of Bribery, Facilitation Payments, and Improper Benefits (Principle 1)

Bribery, facilitation payments and similar improper benefits undermine the integrity of business processes and are strictly prohibited.

- The giving or receiving of bribes (whether direct or indirect) shall not be accepted under any circumstances.
- Offers or requests for facilitation payments shall be categorically rejected.

- Payments shall not be made to off-the-books or unverified accounts, and personal discounts, commissions or any other improper benefits shall not be offered or accepted.
- No business relationship shall be established with persons, institutions or countries included on national or international sanctions lists (defined in this Policy as “Prohibited Persons/ Institutions”), such as Public Procurement Authority, MASAK, OFAC and European Union sanctions lists.

4.2. | Limits on Gifts, Hospitality, and Business-Relationship Benefits (Principle 2)

In business relationships, gifts and hospitality may only be acceptable where they remain within reasonable limits and are symbolic and customary in nature.

- Only gifts that are given infrequently and are symbolic and customary in nature shall be permitted. Such gifts shall be impartial, reasonable and shall not give rise to the perception of a conflict of interest.
- Gifts in cash or cash equivalents (such as checks, vouchers, gift cards, gold, etc.) shall not be offered or accepted under any circumstances.
- Gifts shall only be sent to the recipient’s official business address.
- Although the monetary value may not always be precisely measurable, the estimated value of gifts shall not exceed the upper limit of USD 100 as a general principle.
- Meals, travel, seminars and similar events with business partners shall be directly related to the business, aligned with corporate culture and clearly documented.
- Such activities shall be subject to managerial approval and all explanation and reporting obligations shall be fulfilled in full.
- Business travel or participation in organizations shall not be financed by third parties without company approval.
- Any job offer or other support provided for the benefit of business partners, public officials or their first-degree relatives shall be reported to the Ethics Committee and shall be subject to approval.
- Actions within this scope shall be structured in a way that does not create the perception of privilege or influence over decision-making processes and, where necessary, shall be reported to the Ethics Committee.

4.3. | Accuracy and Transparency of Financial Records (Principle 3)

The accurate, complete and legally compliant recording of financial transactions constitutes the foundation of ethical management.

- Off-the-books accounts, irregular documents and misleading records are prohibited.
- Transactions shall be recorded in a transparent, traceable and auditable manner.
- Records shall clearly reflect the purpose of the transaction and the parties thereto and shall be verifiable by supporting documentation.
- Effective internal controls and regular risk-based audit processes shall be implemented in order to prevent off-the-books transactions.
- Sound accounting practices shall form an integral part of ethical management.

4.4. | Prevention of Conflicts of Interest (Principle 4)

The prevention of conflicts of interest constitutes the foundation of institutional impartiality and credibility.

- Situations arising from personal relationships or private interests that may influence business decisions shall be reported to management or to the Ethics Committee.
- Prior to establishing a business relationship with relatives or close associates, notification shall be made to the Ethics Committee and the process shall be conducted transparently.
- In any situation that may give rise to a conflict of interest, the relevant individual shall withdraw from decision-making processes and act in accordance with the principle of impartiality.

4.5. | Rejection and Reporting of Attempts at Corruption (Principle 5)

Attempts at corruption are incompatible with ethical business conduct and shall not be accepted under any circumstances.

- All employees and business partners shall report unethical offers and any suspicion of corruption to the Ethics Committee without delay.
- Reports shall be submitted to the Ethics Committee through secure and confidential communication channels.
- The identity of individuals making reports in good faith shall be kept confidential and no retaliatory action shall be taken against such individuals.

- As a general rule, reports shall be submitted in signed form. In the case of unsigned reports, the matter shall be evaluated by the Ethics Committee where concrete evidence and documentation are provided in order to prevent false accusations and defamation.
- Detailed reporting processes and communication channels are defined in the Yasar Group Ethics Policy, and the relevant communication channels are also set out below.
- **Reporting via email**¹: etik.kurul@yasar.com.tr
- **Reporting via telephone**²: 0850 217 79 39
- **Reporting via post**: For the attention of the Ethics Committee – Yasar Holding Ethics Committee, Akdeniz Mah. Şehit Fethi Bey Cd. No:120/Z1 Alsancak Konak / İzmir

⑤ TYPES OF PROHIBITED PRACTICES

The Yasar Group shall under no circumstances permit the unethical and unlawful practices set out below.

Where such acts are identified, business relationships with the relevant persons or parties may be terminated.

5.1. | Extortion and Coercive Direction

It is unacceptable for public officials to abuse their authority to secure benefit or to exert pressure on employees to engage in unlawful conduct.

Where such a request is made, it shall not be complied with, and the response shall clearly state that such practice is not accepted.

The matter shall be reported to the Ethics Committee or to the relevant authorized units.

Example: If a public official requests payment in order to expedite a process, such payment shall not be made and the situation shall be reported to the Ethics reporting line.

5.2. | Trading in Influence

No benefit shall be secured through public officials or decision-makers by using personal or professional relationships.

All decisions shall be taken on the basis of transparency and merit.

5.3. | Money Laundering

The act of presenting proceeds derived from unlawful activities as legitimate through commercial transactions constitutes a criminal offense.

¹ A single email address shall be used by all Group companies for ethics reporting.

² Reports submitted via telephone shall be received directly by the Ethics Committee Secretariat.

Employees shall report any suspicious financial transactions to the Ethics Committee or to the Internal Control function.

All transactions shall be transparent and supported by documentation.

5.4. | Trade with Prohibited Persons

No direct or indirect commercial relationship shall be established with persons, institutions or countries included on sanctions lists.

Transactions involving third parties shall be subject to periodic review and monitoring.

⑥ THIRD PARTIES AND BUSINESS PARTNERS

The Yasar Group is committed to the principles of transparency, integrity and the fight against corruption in its relationships with suppliers, subcontractors, dealers, distributors, consultants and other business partners.

Within this framework, the following practices shall apply:

- Clauses explicitly defining anti-corruption obligations shall be included in contracts.
- Prior to establishing business relationships in high-risk sectors and regions, a due diligence process shall be conducted.
- Payments to third parties shall be made only in return for actual services rendered and in accordance with market conditions.
- In suspicious situations, measures such as suspension of the business relationship, termination of the contract and notification to the relevant authorities shall be taken.
- Business partners are expected to act in accordance with the Yasar Group's ethical principles; such compliance shall be monitored and audited throughout the duration of the contractual relationship, and business partners shall also be expected to comply with the principles set out in this Policy and to report any potential violations.

⑦ DUTIES AND RESPONSIBILITIES

The effectiveness of the Anti-Corruption Policy depends on all stakeholders fulfilling their roles and responsibilities properly.

Within this framework:

- Employees shall be responsible for complying with the provisions of this Policy and for reporting any violations.
- Human Resources shall ensure the delivery of training and internal communication activities and shall manage awareness processes.

- The Ethics Committee shall review reports and carry out the necessary evaluations and actions.
- Internal Control shall monitor and report compliance with the Policy through risk-based audit activities.

⑧ MONITORING AND UPDATING OF THE POLICY

This Policy entered into force pursuant to the resolution of the Yasar Holding Board of Directors dated 05.11.2025.

Responsibility for implementation shall rest with the Ethics Committee and the company General Managers; responsibility for audit shall rest with the Yasar Holding Audit Directorate; and responsibility for updating shall rest with the Yasar Holding Human Resources Directorate. The Policy shall be reviewed at least once a year.

Any necessary updates shall enter into force upon the approval of the Yasar Holding Board of Directors and shall be published on the corporate website of the Yasar Group.

For the purpose of monitoring effectiveness, certain indicators (such as training participation rates and number of reports) shall be monitored.

In extraordinary circumstances, a special committee may be established with the approval of management.

⑨ ENTRY INTO FORCE

This Policy shall enter into force as of 25.12.2025, having been published as an annex to Circular No. 15/HR dated 25.12.2025, and shall be made publicly available on the corporate website of the Yasar Group.

