ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1) Purpose

The Anti-Bribery and Anti-Corruption Policy (hereinafter referred to as the "Policy") aims to clearly set forth ERCİYES ÇELİK HALAT A.Ş.'s (hereinafter referred to as the "Company") approach to bribery and corruption. Through this Policy, the Company seeks to ensure compliance with anti-bribery and anti-corruption laws and regulations, applicable legal requirements in the countries where it operates, and ethical principles, as well as to define the relevant responsibilities and rules in this regard.

2) Definitions

This section briefly explains the specific terms and concepts used in politics as follows.

Company: Erciyes Çelik Halat Tel Sanayi Ve Ticaret A.Ş.

Policy: Anti-Bribery and Anti-Corruption Policy

Employee: Refers to company managers and employees.

Bribery: Refers to a person acting contrary to the requirements of their duty, within the framework of an agreement reached with a third party, by performing, refraining from performing, accelerating, or delaying a task, thereby obtaining a specific benefit.

Corruption: Corruption is the solicitation, offering, giving, or acceptance of a bribe or any other unlawful benefit that, due to the position held, results in deviations from the lawful performance of duties or required conduct, or from the proper execution of responsibilities, whether directly or indirectly, to obtain illicit advantage.

Donation: Refers to monetary aid or products given gratuitously to stakeholders and employees with a sense of social responsibility, to meet social and community needs, and to benefit the public.

Gift: Refers to products and services that do not require monetary payment and are generally given by business parters or suppliers as a token of gratitude or commercial courtesy.

3) Scope

3.1) This Policy covers:
Members of the Company's Board of Directors,
Employees of the Company,
Companies from which goods and services are procured and their employees,

Other persons, including those with whom the Company has commercial relationships—such as customers—and individuals and entities acting on behalf of the Company, including consultants, attorneys, advisors, and external auditors (collectively referred to as “Business Partners”).

4) Principles and Guidelines

4.1) Bribery and Corruption

4.1.1) As an indicator of its commitment to business ethics, the Company has established an Anti-Bribery and Anti-Corruption Policy. Bribery and corruption can take many forms, including but not limited to:

a) Cash payments, political or other donations,
b) Commissions,
c) Facilitation payments,
d) Social benefits,
e) Employment of relatives or close associates,
f) Promotions,
and other similar benefits other forms of advantage.

4.1.2) Within the framework of the principles set forth in this Policy, the Company undertakes to conduct its activities in a fair, transparent, honest, lawful, and ethical manner.

4.1.3) While the Company takes an extremely strict stance on bribery and corruption, it is firmly opposed to such practices and does not tolerate any activities involving bribery or corruption. Accordingly, the offering, suggestion, receipt, or giving of a bribe is unacceptable.

4.1.4) The Company does not, as a principle, continue business relationships with third parties who engage in bribery.

4.1.5) Employees shall not be penalized for any delays or lost opportunities resulting from their refusal to give or receive a bribe.

4.1.6) The Company ensures compliance with local laws, regulations, and principles related to anti-bribery and anti-corruption, as well as with applicable laws in the countries where it operates. Within the scope of its activities, the Company adheres to the Council of Europe Civil Law Convention on Corruption and the Criminal Law Convention on Corruption, to which Turkey is also a party, as well as the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions.

4.2) Relations with Public Officials

4.2.1) It is strictly prohibited to offer, promise, or imply the giving of any valuable gift or item, or to make any direct or indirect payment to a Public Official with the intent of influencing an official act or decision.

4.2.2) In addition, employees may not provide bribes, directly or indirectly, to public officials to obtain benefits in public business.

4.3) Agreements and Tenders

4.3.1) The Company ensures compliance with this Policy in all agreements, when initiating or maintaining a business relationship, and in public or private tenders. Furthermore, the Company expects adherence to this Policy during mergers, acquisitions, and joint venture processes, and requires that target or partner companies involved also act in accordance with this Policy.

4.4) Facilitation Payments

4.4.1) The Company does not permit facilitation payments to secure or expedite routine transactions or procedures with public authorities, such as obtaining permits, licenses, or tender processes.

4.5) Donations and Gifts

4.5.1) The principles governing the Company's donations and gifts are detailed in the Donations and Aid Policy.

4.6) Record Keeping

4.6.1) The Company's accounting system complies with relevant laws and regulations. In particular, the Company ensures:

a) That all accounts, invoices, and documents related to relationships with third parties (customers, suppliers, other service providers, etc.) are recorded and maintained completely, transparently, accurately, fairly, and reliably;

b) That internal control systems are established to prevent off-the-books transactions; and

c) That no alterations are made to accounting or other commercial records related to any transaction, and that the facts are not misrepresented.

4.7) Representation and Hospitality

4.7.1) Representation and hospitality activities may include, but are not limited to:

a) Social events,
b) Accommodation, and
c) Business meals.

4.7.2) The Company may conduct representation and hospitality activities to develop business relationships and establish a commercial communication network.

4.7.3) The Company seeks to ensure that these activities remain reasonable in scope. It exercises due care to ensure that representation and hospitality do not occur immediately prior to fundamental or critical decision-making processes.

4.8) Training and Communication

4.8.1) The Anti-Bribery and Anti-Corruption Policy has been communicated to Company Employees and is continuously and easily accessible via the Company's website.

4.8.2) Trainings are organized to raise employee awareness regarding anti-bribery and anti-corruption principles.

4.9) Outsourced Service Providers and Business Partners

4.9.1) The Company does not engage with individuals or entities that have adverse intelligence or records related to bribery or corruption as business partners, suppliers, or other service providers.

4.9.2) Outsourced service providers and business partners are required to comply with this Policy and other applicable regulations. The Company provides relevant information to these parties regarding this Policy. Any individual or entity failing to comply with these rules or other regulations shall not be engaged in business, and existing relationships shall be terminated immediately.

5) Roles and Responsibilities

5.1) Board of Directors

5.1.1) The Board of Directors is responsible for the development, implementation, and updating of the Policy.

5.1.2) The Board of Directors is responsible for the overall oversight of the effective functioning of the Ethics Committee and the Internal Audit Department, which serve as reporting, investigation, and enforcement mechanisms in cases of violations or suspected breaches of the principles and rules set forth in the Policy.

5.2) Ethics Committee

5.2.1) The Ethics Committee is responsible for managing the communication channels necessary for reporting violations or suspected breaches of the principles and rules set forth in the Policy. It also takes measures to ensure the confidentiality and security of individuals making such reports.

5.2.2) The Ethics Committee handles incoming complaints and notifications with due diligence and initiates the necessary investigations. If a rule violation is confirmed as a result of the investigation, the Committee refers the matter to the Internal Audit Department with the relevant evidence and documentation. Additionally, it implements the necessary measures and establishes appropriate mechanisms to prevent recurrence of the same violation.

5.3) Internal Audit Department

5.3.1) The Internal Audit Department conducts objective evaluations regarding situations that may result in disciplinary action in accordance with applicable legislation, in the event that violations or suspected breaches of the principles and rules set forth in the Policy are identified.

5.3.2) Internal Audit Department, in cases of non-compliance with the Policy, has the following rights and authorities:

5.3.2.1) To request a written defense from the Employee, initiate an investigation, suspend the employment contract, terminate the employment contract, and exercise its rights pursuant to the Labor Law and applicable legislation.

5.3.2.2) To cease receiving services from non-compliant consultants, attorneys, and financial experts, and to terminate their service agreements.

5.3.2.3) To suspend, put on hold, or terminate commercial business relationships with non-compliant business partners.

5.4) Employees

5.4.1) Employees are responsible for complying with the policies determined by the Board of Directors, operating in accordance with internal and external legislation, and reporting via the Ethics Line any conduct, attitude, transaction, action, decision, activity, or practice that is contrary to this Policy.

5.4.2) Company Employees are obliged to act in accordance with the principles set forth in this Policy and shall not, under any circumstances, be compelled to act in violation of the Policy. Employees are required to report all conduct and practices that are contrary to this Policy to their managers and/or to the Ethics Committee through the Ethics Line.

5.4.3) Managers are responsible for ensuring that the principles set forth in this Policy are properly implemented by the employees, subcontractors and their employees, and business partners under their supervision.

Ethics Hotline:

Email: etik@ech.com.tr

Address: Mimarsinan Organize Sanayi Bölgesi 19. Cadde No:32 Melikgazi/ Kayseri

6) Effective Date

6.1) This Policy shall be reviewed regularly once a year by the Ethics Committee, based on controls related to process or technical infrastructure changes. Any revisions and updates made as a result of such review shall be submitted for and approved by the Board of Directors.

Related Policies and Procedures

- Donation and Aid Policy
- Code of Ethics Policy
- Sustainability Policy