

1. INTRODUCTION

As a Holding company firmly committed to the principles of sustainable growth, ethical business conduct, and creating value for society, we recognize the harm unethical practices such as bribery and corruption inflict to the economic and social structures of countries.

In today's business world, having management systems that comply with international standards and regulations is not only a necessity but also a fundamental condition for gaining the trust of our stakeholders. Prepared in accordance with the ISO 37001 standard and the CSRD (Corporate Sustainability Reporting Directive) requirements, the Doğuř Holding Anti-Bribery and Anti-Corruption Policy clearly demonstrates our Company's determination on this matter.

Directly linked to the United Nations Sustainable Development Goals, this policy underlines the management approach our Company has developed with the intent to raise awareness among our employees, business partners, and all other stakeholders about the risks of bribery and corruption, and to prevent such conduct. It is also a key instrument for implementing Doğuř Holding's ethical values and fostering an ethical business culture — the most significant esteem of social development.

Through this policy, we not only ensure compliance with existing legal regulations but also seek to make ethical and responsible business conduct an integral part of our corporate culture. In this context, Doğuř Holding commits to being an exemplary organization in the combat against bribery and corruption, guided by the zero tolerance principle we adopt.

2. PURPOSE

The purpose of this policy is to establish a comprehensive framework for preventing bribery and corruption in all activities of Doğuř Holding and its group companies. Taking ISO 37001 standard as its basis, this policy defines the necessary processes for systematically identifying, assessing, and managing bribery and corruption risks. It also serves as a guide for promoting an ethical business culture across all levels of our Company and for reaffirming our transparent stance before our stakeholders.

This policy clarifies the responsibilities of our employees and business partners in combating bribery and corruption, while ensuring that our subsidiaries and affiliates operate in full compliance with all legal obligations. Moreover, by detecting potential bribery and corruption risks that might be encountered in our business processes in advance it corroborates the establishment of effective control mechanisms designed to eliminate such risks.

Formulated in line with the requirements of global standards, this policy;

- Combats bribery and corruption by adopting a risk-based approach across the Company

- Guides employees and business partners on ethical conduct;
- Strengthens the principles of integrity and accountability in all business relationships;
- Provides an effective intervention and reporting mechanism in cases where bribery or corruption incidences are detected.

Accordingly, Doğuş Holding is committed to continuously improving its anti-bribery and anti-corruption practices and fulfilling its responsibilities in full alignment with international standards.

3. SCOPE

This policy applies to all employees, managers, and business partners of Doğuş Holding A.Ş. and all group companies, all individuals, establishments, and organizations providing goods or services to the Company as well as all other stakeholders.

4. DEFINITIONS

- **Bribery:** Offering, requesting, accepting, or providing money, gifts, services, or anything of value, directly or indirectly, to obtain a financial or non-financial advantage for oneself or another person by misusing one's authority or position.
- **Corruption:** The abuse of power by public officials or private sector employees for unlawful personal gain for themselves or third parties.
- **Anti-Bribery and Anti-Corruption:** The set of policies, procedures, and control mechanisms established to prevent, detect, report, and eliminate bribery and corruption risks.
- **Ethical Values:** The core principles that shape Doğuş Holding's business culture, including integrity, transparency, fairness, accountability, and responsibility.
- **Benefit:** Any pecuniary or non-pecuniary gain obtained directly or indirectly. This may include money, gifts, hospitality, discounts, donations, or other advantages.
- **Stakeholder:** All individuals, groups, or organizations that are impacted by Doğuş Holding's activities or that can influence them — including employees, business partners, suppliers, and affiliates.
- **Third Party:** Any individual, institution, or organization acting on behalf of Doğuş Holding or having a business relationship with it — such as contractors, suppliers, distributors, or consultants.
- **ISO 37001:** The international Anti-Bribery Management System standard that helps organizations identify, prevent, detect, and address bribery risks.
- **Whistleblowing Mechanism:** A system or process through which employees or third parties can confidentially report suspected cases of bribery or corruption.
- **Risk-Based Approach:** A method based on the systematic evaluation and prioritization of bribery and corruption risks for effective management.

These definitions are clearly articulated to ensure the effective implementation of this policy and to prevent any misunderstanding of terms.

5. CORE PRINCIPLES

- Doğuř Holding demonstrates zero tolerance toward any form of bribery or corruption. All employees, business partners, and third parties are obligated to fully comply with this policy.
- Senior management assumes a leadership role in the combat against bribery and corruption and corroborates the implementation of policies. The Board of Directors and/or relevant committees regularly review the effectiveness of these policies and allocate the necessary resources.
- In line with international standards, bribery and corruption risks are regularly analyzed and assessed. High-risk posing areas are prioritized, and appropriate control mechanisms are established.
- Doğuř Holding provides continuous training to employees and business partners to embed ethical values in the corporate culture. Establishing an ethical business culture forms the foundation of all our processes.
- Doğuř Holding commits to full compliance with the legal regulations and international standards of all countries in which it operates.
- All business processes are conducted transparently and traceably. We engage in open dialogue with all stakeholders in line with the principle of accountability.
- Anti-bribery and anti-corruption clauses are explicitly stated in contracts with suppliers, contractors, and other third parties. Our business partners are also expected to act in accordance with this policy.
- Employees and stakeholders may confidentially report any suspected incidents of bribery or corruption. No employee shall face retaliation for reporting in good faith.
- Regular training is provided to employees to reduce bribery and corruption risks. Such training covers definitions, risk identification, and prevention methods.
- Gifts beyond reasonable limits that could impair business relationships are neither accepted nor offered. In such cases, specific procedures are instigated and record-keeping requirements are affected.
- Disciplinary actions are applied to employees or business partners who violate this policy, and legal authorities are informed when necessary.

These principles ensure Doğuř Holding to establish a management system aligned with international best practices in the combat against bribery and corruption.

6. DEFENITION OF ETHICAL CONDUCT IN THE WORKPLACE

Ethical conduct in the workplace refers employees to act in a fair, honest, respectful, and professional manner when they are performing their duties. Codes of workplace ethics are among the fundamental elements that shape the Company's approach to business ethics, its culture, and its credibility. Ethical conduct in the workplace includes:

- **Integrity and Transparency:** Employees and managers are expected to tell the truth under all circumstances, avoid withholding information, and maintain open communication.

- **Fairness and Equality:** Providing equal opportunities to all employees, avoiding discrimination and ensuring decisions are made objectively are among the prerequisites.
- **Avoidance of Conflicts of Interest:** Employees must not place personal interests above those of the Company and must avoid unethical conduct such as bribery and corruption.
- **Respect for Confidentiality:** The protection of the Company's sensitive information, non-disclosure to third parties, and compliance with data-protection rules are essential.
- **Respectful and Inclusive Behavior:** All individuals in the workplace must be treated with respect, and necessary measures must be taken to prevent unethical behavior such as harassment or mobbing.
- **Social Awareness and Environmental Responsibility:** Taking environmental and social impact management always into consideration in all business processes and contributing to the Company's sustainability goals is crucial.
- **Compliance with Ethical Rules:** Acting in accordance with the Company's ethical rules, internal regulations, and applicable laws is mandatory.

7. RESPONSIBILITIES OF THE EMPLOYEES

Within the framework of Anti-Bribery Anti-Corruption Policy, Doğuş Holding managerial staff and employees have the following responsibilities:

- Comply with the Anti-Bribery and Anti-Corruption Policy.
- Fully adhere to Doğuş Holding's ethical rules and relevant procedures.
- Immediately report any suspected incidents of bribery or corruption to supervisors or through designated whistleblowing mechanisms.
- Observe confidentiality and anonymity principles during the reporting processes of disclosed cases.
- Participate in mandatory anti-bribery and anti-corruption training sessions.
- Be informed about how policies apply to business processes.
- Identify potential bribery and corruption risks in their departments and take preventive measures.
- Actively participate in risk-assessment processes.
- Comply with Doğuş Holding's gift and hospitality principles and procedures.
- Reject and report any gift offers exceeding Company-defined reasonable limits.
- Ensure that business relations with suppliers, contractors, and other third parties comply with this policy.
- Carry out necessary checks to confirm that business partners act in accordance with this policy.
- Be aware of and rely on the assurance that no retaliation will occur for reporting suspected bribery or corruption.
- Maintain accurate and complete records to ensure transparency in business processes.
- Never allow unrecorded payments or off-the-books transactions in financial operations.

- Exhibit ethical behavior both within and outside the workplace to protect the Company's reputation.
- Serve as role models for ethical conduct to colleagues and business partners.
- Comply with the anti-bribery and anti-corruption laws of the countries in which they operate.
- Refrain from any conduct in breach of applicable laws and regulation.

8. GOVERNANCE AND MONITORING MECHANISMS

Doğuş Holding has established robust governance and monitoring mechanisms to ensure the effective implementation and continuous improvement of its Anti-Bribery and Anti-Corruption Policy. These mechanisms are structured in alignment with international standards..

8.1. Compliance Management System

A Compliance Officer, appointed by the senior management, is responsible for the implementation of this policy, overseeing conducts, and preparing necessary reports.

Ethics and Compliance Committee: An Ethics and Compliance Committee has been established to monitor, evaluate, and take necessary actions regarding ethics and compliance processes. The Committee meets regularly, reviews reports, and develops strategies to mitigate risks. It reports to the Risk and Audit Committee.

8.2. Risk Assessment and Management

Doğuş Holding Risk Unit regularly evaluates bribery and corruption risks. This assessment provides the foundation for identifying high-risk areas and implementing preventive measures. The results are first reviewed by the responsible committee and then taken into consideration by the Board of Directors in decision-making processes. Whenever an update or procedural change is made in the decision-making processes of the Company, risk-assessment reports are always reviewed without fail.

8.3. Monitoring and Auditing

Regular internal audits are conducted to evaluate the effectiveness of this policy and the level of compliance with its provisions. Audits are carried out to identify policy violations and areas for improvement. The scope of these audits is planned and executed separately as internal control (for Doğuş Holding A.Ş.) and internal audit (for subsidiaries and affiliates).

When deemed necessary, independent third-party audits are conducted to verify compliance with international standards. Key performance indicators (KPIs) aligned with international sustainability standards are defined to measure the success of compliance processes and are regularly monitored and reported.

8.4. Legal Compliance and Management of Violations

Disciplinary procedures are instigated in cases of policy violations, and legal action is initiated when necessary. All compliance processes are carried out in accordance with the laws and regulations of the countries where Doğuř Holding operates, relevant international standards, and the Doğuř Holding Code of Ethics.

9. SANCTIONS

Individuals who act contrary to this policy are subject to disciplinary action in accordance with Company rules, and legal proceedings are initiated when necessary.

10. RELATIONS WITH THIRD PARTIES

Our business partners, contractors, and suppliers are expected to comply with our anti-bribery and anti-corruption policies. When deemed necessary, the Company may request information or documentation from third parties to ensure reporting the most accurate data.

11. REVIEW OF THE POLICY

This policy is reviewed and updated periodically in line with changes in the legislation and requirements

12. COMMUNICATION AND RESPONSIBILITIES

Matters related to this policy are managed by the Doğuř Holding Risk Department together with the Risk and Audit Committees.

13. ENFORCEMENT

This policy was approved by the Board of Directors of Doğuř Holding on 26 March 2025 and publicly disclosed. It entered into force as of the date of its approval by the Board of Directors of Doğuř Holding A.Ş. Together with its associated procedures, the policy is reviewed as required, and any necessary updates are made and communicated to the relevant stakeholders.