

KoçSistem

DONATION AND SPONSORSHIP POLICY

Table of Contents

1	PURPOSE AND SCOPE	3
2	DEFINITIONS.....	3
3	GENERAL PRINCIPLES.....	3
4	APPLICATION OF THE POLICY	4
5	AUTHORITY AND RESPONSIBILITIES.....	6
6	REVISION HISTORY.....	6

1 PURPOSE AND SCOPE

The purpose of this Donation and Sponsorship Policy (the “Policy”) is to set out the standards, principles and rules to be followed when making donations and providing sponsorships. In line with our strong belief that contributing to the community is the essential foundation for building a successful business, KoçSistem views donations and sponsorships as a way to support the communities in the countries in which it operates.

All employees, directors and officers of KoçSistem shall comply with this Policy, which is an integral part of KoçSistem Code of Ethics . Each KoçSistem also expects and takes necessary steps to ensure that all of its Business Partners - where applicable - comply with and/or act in accordance with this Policy.

2 DEFINITIONS

“Business Partner” includes suppliers, distributors, dealers, authorized services and other third parties with whom the company has a business relationship and all kinds of representatives, subcontractors, consultants, etc. acting on behalf of the company, as well as their employees and representatives.

“Donation” means voluntary contributions in money or in kind (including goods or services etc.) to individuals or charitable entities (such as foundations, associations and other nonprofit organizations); universities and other schools; and other private or public legal entities or organizations etc. to advocate a philanthropic cause, serve the public interest and help achieve a social goal, without a consideration received in return.

"Koç Group" means Koç Holding A.Ş. and companies which are controlled directly or indirectly, jointly or individually by Koç Holding A.Ş. and the joint venture companies listed in its consolidated financial report.

KoçSistem means, KoçSistem Bilgi ve İletişim Hizmetleri A.Ş.

"Sponsorship" means contribution in money or in kind (including goods, or services, etc.) given to an entity or group, for staging an artistic, social, sports or cultural activity etc. in return for an institutional benefit reflected in the form of visibility to target audiences, under a sponsorship agreement or whatsoever name, to the extent the nature of the relationship is as defined herein.

3 GENERAL PRINCIPLES

When making Donations and providing Sponsorships, KoçSistem shall ensure that:

- it complies with governing documents (including but not limited to its Articles of Association), and the restrictions and limits set forth by its General Assembly and/or the Board of Directors or similar body;
- it complies with all applicable laws in the jurisdictions in which it operates, including but not limited to relevant capital markets regulations, commercial and tax laws where applicable;
- the Donation and/or the Sponsorship
 - does not conflict with the values or business interests of KoçSistem and is consistent with the principles described herei and in the KoçSistem Code of Ethics
 - is properly documented and never used in exchange for obtaining an improper advantage or benefit or used for the purpose of any form of corruption
 - is not offered in connection with any bid, contract renewal or business opportunity;
 - is properly documented and never used in exchange for obtaining an improper advantage or benefit or used for the purpose of any form of corruption;
 - is not offered in connection with any bid, contract renewal or business opportunity;
 - not made for political purposes to any politician, political party or political group, municipality or government official, either directly or indirectly through third parties¹;
 - is not for the benefit of any entity or organization that discriminates on the basis of ethnicity, nationality, gender, religion, race, sexual orientation, age or disability or
 - will not be used directly or indirectly to violate human or animal rights, to promote tobacco, alcohol and illegal drugs, or to damage the environment.

4 APPLICATION OF THE POLICY

Prior to entering into any agreement or commitment on behalf of the relevant KoçSistem with any new third party for a Donation or a Sponsorship, notwithstanding the Signature Circular and Articles of Association of the relevant company:

¹ Please refer to KoçSistem Ethics Code and the Anti-Bribery and Anti-Corruption Policy

- If initiated by a department other than the department responsible for brand communication and sponsorships, a written proposal describing the intended use of the funds and information regarding the relevant entity (name, address, senior management) shall be submitted to the Corporate Brand Communications and Sponsorship Department of the relevant KoçSistem for evaluation of the impact on the corporate image and brand . If the result of the assessment is positive, then:
- The Corporate Brand Communications and Sponsorship Department shall forward the proposal to the officer or department in charge of compliance for Due Diligence ;
- If the outcome of the Due Diligence is positive, the relevant Donation or Sponsorship shall be submitted for final approval to the management or the Board of Directors in accordance with the Signature Circular of the relevant KoçSistem;
- Upon completion of the processes described above, any Donation or Sponsorship that may have a significant impact on “Koç” brand and corporate image, shall also be notified KoçSistem to Koç Holding Corporate Brand Communications and Sponsorship Department prior to approval or execution by the Board of Directors;
- For sponsorships, the parties shall enter into a written agreement detailing all terms and conditions;
- For sponsorships, the sponsored entity shall provide the Corporate Brand Communications and Sponsorship Department with post-event documentation (i.e. photos, videos or a report etc. if relevant) or any other documents or materials that demonstrate compliance with the sponsorship agreement as soon as practicable after the completion of the sponsored event or project. However, if the sponsored event is a recurring event, the sponsorship agreement shall specify the content and the frequency of the reporting.
- Supporting documentation, such as receipts and invoices, shall be retained by the accounting department and transactions shall be recorded in accordance with applicable laws;
- All Donations and Sponsorships shall be reported to the officer or department in charge of compliance of the relevant KoçSistem;

- Due Diligence, approval, execution and follow-up processes shall be documented to be used for audit and compliance review as required; and
- A report detailing the Donation and Sponsorship activities (including purpose, entity and Due Diligence results) shall be sent to the Legal and Compliance Department of KoçSistem on an annual basis.

5 AUTHORITY AND RESPONSIBILITIES

All employees and directors of KoçSistem are responsible for complying with this Policy, implementing and supporting KoçSistem procedures and controls in accordance with the requirements of this Policy. KoçSistem also expects and takes necessary steps to ensure that all its Business Partners, to the extent applicable, comply with and/or act in accordance with this Policy.

If there is a discrepancy between the local regulations, applicable in the countries where KoçSistem operates, and this Policy, the stricter of the two shall prevail, unless such practice is in violation of the relevant local laws and regulations, the stricter of the two, supersede.

If you become aware of any action that you believe is inconsistent with this Policy, the applicable law or the KoçSistem Code of Ethics, you may seek guidance or report the incident to your line managers. Alternatively, you may report the incident to KoçSistem's Ethics Hotline via the following link: "koc.com.tr/ihbarbildirim".

KoçSistem employees may contact KoçSistem Legal and Compliance Consultancy directly or via the address uyummusavirligi@kocsistem.com.tr regarding their questions about this Policy and its implementation. Violation of this Policy by an employee may result in significant disciplinary action, including dismissal. In the event that any third party that is expected to act in accordance with this Policy acts contrary to this Policy, the relevant contracts may be terminated.

6 REVISION HISTORY

This Policy enters into force on 30.09.2021 with the approval of the Board of Directors of KoçSistem and is also submitted to the General Assembly of KoçSistem.

This policy will be maintained by the Legal and Compliance Consultancy of KoçSistem. All significant changes to the policy must be approved by the KoçSistem Board of Directors and submitted to the General Assembly for review.

Revision	History	Explanation
No:1	01.09.2023	Expressions with ambiguity have been improved.
No: 2		Organization structure has been updated