



DOĞAN GROUP

ANTI-BRIBERY and ANTI-CORRUPTION POLICY



1. OBJECTIVE

The objective of the Anti-Bribery and Anti-Corruption Policy ("Policy") is to clearly express Doğan Group's commitment to combating bribery and corruption, while also defining the standards and guidelines for its implementation.

2. SCOPE

All members of the Board of Directors, executives and employees within Doğan Group are required to comply with this policy. Doğan Group expects that individuals associated with its business partners and suppliers will also adhere to this policy to the extent applicable in their operations.

The policy is an integral part of the Doğan Group Code of Ethics and Business Conduct and corporate policies approved by the Board of Directors and disclosed to the public.

3. DEFINITIONS and ABBREVIATIONS

Specific terms, expressions, concepts and abbreviations used in this Policy are briefly explained herein.

"Donations" – Donations refer to cash or in-kind contributions made without expecting anything in return to individuals and institutions serving the public interest, such as associations, foundations and other non-profit organizations, as well as educational institutions and other private and public entities defined as eligible by law.

"Doğan Group" – Refers to the companies directly or indirectly controlled by Doğan Şirketler Grubu Holding A.Ş. (*Doğan Holding*) and the joint ventures included in Doğan Holding's consolidated financial statements.

"Public Officer" – An individual appointed or elected to undertake public duties locally or in a foreign country. Political party employees or political candidates are also considered within the definition of public officers.

"Politically Exposed Person (PEP)" – High-ranking individuals entrusted with significant public duties through election or appointment, either locally or internationally. This category encompasses those currently fulfilling or having previously performed roles equivalent to board members and senior managers of international organizations.

"Facilitation Payments" – Unofficial and improper payments made to facilitate or expedite actions within the purview of a public officer.



“Bribe” – Involves the provision of improper benefits by giving, offering or promising anything of value to a public officer or any third party, directly or through intermediaries. This is done to influence or manipulate their actions in the context of a commercial activity. The thing of value may take the form of money, material gifts, non-cash assets, hospitality or preferential treatment that compromises impartiality and objective decision-making, creating the perception of bribery.

“Corruption” – The misuse of an individual’s authority with the aim of personal gain. Corruption may manifest through the offering or giving of bribes (active corruption) or the requesting or receiving of bribes (passive corruption).

4. ROLES and RESPONSIBILITIES

The Internal Audit, Risk Management and Compliance Group is responsible for drafting, developing, enforcing and updating the Policy, which becomes effective upon the Board of Directors’ resolution, following the recommendation of the Executive Committee.

Employees and all stakeholders are strongly encouraged to report any violations of this policy, applicable legislation and the Doğan Group Code of Ethics to etik@doganholding.com.tr.

Doğan Group employees may reach out to the Internal Audit, Risk Management and Compliance Group at Doğan Holding for any inquiries regarding these policies and practices.

5. IMPLEMENTATION PRINCIPLES

While conducting its commercial activities, Doğan Group adheres to the standards outlined in the Code of Ethics and Business Conduct, emphasizing the core values of responsibility and transparency. As a signatory to the United Nations Global Compact, Doğan Group stands against all forms of corruption and operates in accordance with these principles alongside its group companies.

Doğan Group and its business partners unequivocally reject the acceptance or provision of bribes or facilitation payments. No employee is permitted to accept or offer bribes, either directly or indirectly through a business partner or any third party. Employees will not face penalties for delays or loss of earnings resulting from their refusal to give or receive bribes.

In the event of a violation of the Anti-Bribery and Anti-Corruption Policy and the applicable local legislation by individuals required to comply with this policy, the necessary corporate sanction processes are applied. If a violation involves legislation, the Doğan Holding Legal Department informs the legal authorities.

It is strictly forbidden to donate or contribute, whether in-kind or in cash, to any political party on behalf of Doğan Group.



Third Parties Acting on Behalf of Doğan Group

Compliance with legislation, the Doğan Group Code of Ethics and Business Conduct and this Policy is rigorously enforced within the scope of commercial activities involving third parties facilitating commercial relations between Doğan Group (first party) and its customers (second party). Doğan Group defines third parties as distributors, dealers, agents, representatives and business partners deemed critical in the supply chain by the company management. Third parties are prohibited from accepting or providing any undue benefits that could potentially influence business decisions.

Irregular transactions, disguised as commission or consultancy fees in the books to create the impression of legality, are strictly prohibited.

In agreements with third parties, explicit reference is made to the Doğan Group Code of Ethics and Business Conduct and the Anti-Bribery and Anti-Corruption Policy, whenever applicable. In cases where a violation of legislation or this Policy is detected, the Doğan Holding Ethics Committee conducts the necessary investigations and imposes sanctions.

Relationships with Public Officers and Politically Exposed Persons

Doğan Group aligns with the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, as well as other applicable laws and regulations addressing bribery and corruption within its respective industries. In the course of our business activities, the provision of anything of value to public officials, either through direct or indirect means, or making promises or implications of such payments, is strictly prohibited, and these actions will not be tolerated.

In the hiring of public officers and politically exposed persons and/or their relatives, considerations include a legitimate and professional purpose, merit, suitability for duty and adherence to corporate policies in remuneration. It is a crucial criterion that such recruitment does not create the perception of seeking illegal benefits.

Suppliers and Purchasing Processes

Purchasing activities within Doğan Group are conducted under the framework of transparent business processes and objective criteria. It is imperative to engage with companies that contribute added value, assume responsibility for sourcing, issue invoices in their own name and accept financial and legal accountability. The Group strictly refrains from engaging in any commercial activities with suppliers who have a history of bribery and corruption.

Mergers & Acquisitions

Prior to going forward with company acquisitions and mergers, Doğan Group conducts a thorough examination of the corruption risk, internal control environment and reputation perception of the candidate company. When deemed necessary, independent experts in their respective fields conduct investigations. The findings are then assessed in the Investment Committee, where decisions on company acquisitions and mergers are made. In the acquisition or merger agreement, it is explicitly stated that all transactions of the other party



must align with this Policy, local legislation, and international conventions to which the Republic of Türkiye is a party.

Donations, Aids and Sponsorships

Demonstrating responsibility and transparency towards society and the environment and recognizing the significance of our country and people, are fundamental values at Doğan Group. The Group adheres to its core values, laws and Code of Ethics as guiding principles in its donation, aid and sponsorship activities. Social benefit is a key consideration in these activities, and the principles governing their implementation are outlined in the Donation and Aid Policy.

Keeping Accurate and Transparent Records

A robust control environment is established to ensure the completeness, accuracy, timeliness and transparency of all records related to commercial transactions. Accounting records are substantiated with clear explanations and documentary evidence.

Training and Monitoring

To internalize and maintain the relevance of this Policy, participation in regular training activities is mandatory. The Doğan Holding Internal Audit, Risk Management and Compliance Group collaborates with the Legal Department and Human Resources Group to develop and deliver the training content.

6. EFFECT

The Human Rights Policy has become effective upon the resolution of Doğan Holding Board of Directors on 20 December 2023.