



# **DOĞAN GROUP**

## **WHISTLEBLOWING POLICY**



## 1. OBJECTIVE

The objective of the Whistleblowing Policy (“Policy”) is to urge Doğan Group employees and business partners to report incidents suspected to violate the Doğan Group Code of Ethics and Business Conduct and applicable corporate policies to the Doğan Group Ethics Committee, to lay out the principles for review of the notifications communicated to the Ethics Committee, to specify the working principles of the Ethics Committee and to clearly advise the Doğan Group employees and business partners who report violations that they would be protected against potential retaliations.

## 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 Whistleblowing Policy is an integral part of the Doğan Group Code of Ethics and Business Conduct and corporate policies, which have been 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.

**“Whistleblowing”** – Refers to the act of disclosing observations and concerns regarding actions suspected to be/will be in violation of the Doğan Group Code of Ethics and Business Conduct, applicable legislation, relevant internal company policies, procedures, regulations and other internal regulations in accordance with the Policy guidelines.

**“Whistleblower”** – Refers to a person who informs relevant authorities of wrongdoings. This definition includes individuals who currently work or have previously worked at Doğan Group, as well as Doğan Group customers, business partners and all other stakeholders.

**“Business Partners”** – Include suppliers, customers, dealers, subcontractors and all types of representatives and stakeholders acting on behalf of the company.

**“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.

**“Investigation”** – Refers to the activities undertaken to perform in-depth inquiries into the reported actions and behaviors to ascertain the facts.



**“Retaliation”** – Refers to materially and morally damaging actions directed at whistleblowers. Such actions may be in the form of dismissal from the company, psychological harassment (mobbing), threats and abuse, etc.

**“Ethics Line”** – For communication via email: [etik@doganholding.com.tr](mailto:etik@doganholding.com.tr)

**“Ethics Committee”** – Refers to the committee consisting of Board members and/or senior executives, appointed by the Doğan Holding Board of Directors, to establish, implement and maintain the ethical compliance system.

#### **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 Ethics Committee.

The Ethics Committee is primarily tasked with ensuring the effective functioning of the ethics compliance system. The Committee manages the ethics reporting system, reviews and processes the notifications and assigns the investigative tasks to the relevant individuals or teams. The decisions reached by the Ethics Committee based on the investigation report are submitted to the Chief Executive Officer and duly processed following the approval of the Chair of the Board of Directors.

The Ethics Committee consists of the chair and three members. The Committee briefs the Board of Directors about its activities at least once a year and/or as needed. The Ethics Committee consists of the permanent members listed below:

- Chair – Doğan Holding Board Member
- Member - Doğan Holding Chief Legal Counsel
- Member - Doğan Holding Chief Human Resources Officer
- Member - Doğan Holding VP for Internal Audit, Risk Management and Compliance

Members of the Executive Committee and/or Board of Directors may also attend the meetings as needed.

Ethics Committee passes its resolutions by the majority vote of the Committee chair and members. In case of a tie, the vote of the Ethics Committee Chair is counted as two votes.

Acts against Doğan Group companies, employees and business partners are reviewed and investigated by the Doğan Holding Internal Audit, Risk Management and Compliance Group. Depending on the scope of the review, Doğan Holding Legal Department, Human Resources Group and other departments may also be assigned tasks.

Doğan Group employees may reach out to the Internal Audit, Risk Management and Compliance Group for any inquiries regarding this policy and its implementation.



## 5. WORKING PRINCIPLES and PROCEDURES

To ensure that all notifications are carefully reviewed, Doğan Group follows specific procedures in investigating the claims. All the notifications are reviewed as quickly as possible and investigations are launched, taking into account the preliminary assessment results.

### 5.1 Whistleblowing Methods

The email channel called the “Ethics Line” is the primary method used to report violations. The Ethics Committee addresses the notifications received via other channels with the same sensitivity. All employees, business partners and stakeholders may send emails to [etik@doganholding.com.tr](mailto:etik@doganholding.com.tr) to report incidents. All reporting of ethics violations to this line is protected by the Ethics Committee and treated in strict confidence. Only the Ethics Committee has access to this email address.

When reporting ethics violations, providing the details listed below in particular will facilitate the review process and allow the Ethics Committee to address the issues more efficiently:

- Name, location and department of the Doğan Group company where the violation has occurred.
- Whistleblower’s details (*if provided*).
- Detailed description of the violation.
- Doğan Group employees and/or third parties involved in the violation.
- Date range when the violation has occurred.
- Details of other individuals who are informed about the violation

A whistleblower is expected to provide adequate and detailed information to the extent possible to ensure that the reported incident is clearly understood and investigated accurately and objectively. Whether the employees and business partners become directly aware of a violation and/or indirectly through someone else, they are required to follow the Policy guidelines and immediately report the incident to the Ethics Committee.

### 5.2 Confidentiality and Anonymity

Doğan Group respects the whistleblowers’ preference to remain anonymous. Accordingly, Doğan Group commits to protect the identity of the whistleblower, who reports an incident by following the procedures specified in the Code of Ethics and Business Conduct. The principle of confidentiality and anonymity represents a precaution taken to protect the whistleblowers against potential retaliations.

Details of the reported incident and all information obtained during the investigation are only disclosed to people authorized to investigate. No individual named in the reported incident may access or participate in the investigation.

Conducting the investigation in strict confidence is crucial. Therefore the team responsible for the investigation has no obligation to inform the whistleblower about the course and outcome of the investigation.



All individuals providing information during an investigation are bound by the confidentiality rule and required to keep all the information they disclose or receive in confidence to protect those involved in the process.

### **5.3 Investigation Process**

The incidents reported to the Ethics Committee via email are reviewed to fact check the accuracy of the information provided.

Once the reported incident is verified, the Ethics Committee follows the steps below.

- The reported incident is reviewed and the team to conduct the investigation is selected based on the nature of the violation. The Ethics Committee may refer the matter to the Internal Audit department at Doğan Holding for further investigation or form other investigation teams when needed. The teams may consist of company employees and/or external experts.
- The Ethics Committee works with the review team to schedule an investigation, taking into account the planned completion date, the impact and probability category of the incident, the measures and action plans to be implemented immediately and whether legal support would be needed.
- Information that the whistleblower may obtain through illegal means is not taken into consideration during the investigation.
- After collecting, reviewing and documenting the evidence, the investigation team prepares its report, determines the corrective actions and presents the results to the Ethics Committee.
- Using the information provided in the investigation report, the Ethics Committee decides on whether the Code of Ethics and Business Conduct has been violated. If sanctions need to be imposed on the investigated employee(s), the Ethics Committee is responsible for making the final decision in line with applicable legislation and internal regulations. After the decision is evaluated by the Chief Executive Officer, it is presented to the Chair of the Board of Directors and then conveyed to the relevant company and business unit for execution.

## **6. RETALIATION CONTROL**

The Ethics Committee takes all measures to ensure that the process is conducted in strict confidence to protect the whistleblowers against potential retaliations so that people may feel free to report ethics violations without the fear of being punished.

There may be situations that call for reporting highly confidential and sensitive issues, urging the whistleblower to remain anonymous. Doğan Group respects the whistleblowers' choice to report anonymously.



## **7. EFFECT**

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