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Opet Fuchs Madeni Yağ Sanayi ve Ticaret A.Ş.  
Gift and Hospitality Policy

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## 1. Purpose and Scope

The purpose of this Gift and Entertainment Policy (**the "Policy"**) is to set forth standards principles and rules to be followed in order to make the right decisions when providing or accepting gifts and entertainment on behalf of Opet Fuchs.

All employees, directors and officers of Opet Fuchs shall comply with this policy, which is an integral part of the Ethical Principles of Opet Fuchs, OPET Petrolcülük A.Ş and Fuchs SE (**"Main Shareholders"**). Opet Fuchs also expects and takes the 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 Partners"** 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.

**"Cash or Cash Equivalents"** include but not limited to, money, gift tokens, discounts, negotiable instruments and coupons used to buy gold or fuel, and all kinds of tickets and other similar documents containing a certain value.

**"Entertainment"** consists of meals, lodging and accommodation, travel and transportation, sporting and cultural or other social events.

**"Gift"** refers to all kinds of goods and benefits with tangible value such as discounts, gift cards, promotional items, recruitment promises, cash, credits, memberships, services and privileges given or received directly or through intermediaries.

**"Government / Public Official"** broadly refers to a variety of individuals including but not limited to the following:

- Employees working at government bodies domestically or in a foreign country,
- Employees of government business enterprises (domestic or in a foreign country),
- Employees of political parties, political candidates, (domestic or in a foreign country),
- Any person who holds a legislative, administrative or judicial position, (domestic or in a foreign country),
- Judges, jury members, or other officials who work at domestic, foreign or international courts,
- Officials or representatives working at national or international parliaments;

- Arbitrators resorted to, who have been entrusted with a task within the arbitration procedure, in order to resolve a legal dispute.

**"Koç Group (Koç Topluluğu)"** refers to all companies that are directly or indirectly controlled by Koç Holding either alone or jointly and business partners (Joint Ventures) that are contained in the consolidated financial report of Koç Holding.

**"Main Shareholders"** means OPET Petrolcülük A.Ş and Fuchs SE, the main shareholders of Opet Fuchs.

**"Opet Fuchs"** means Opet Fuchs Madeni Yağ Sanayi ve Ticaret A.Ş.

**"Politically Exposed Person (PEP)"** refers to individuals who are currently or in the past, either domestically or in a foreign country, elected or appointed to an important public function; board members, senior executives and deputy executives of international organisations and other persons holding equivalent positions; senior politicians; senior officials of political parties; senior judicial, administrative or military officials; senior executives of state-owned enterprises; and the spouses, first-degree relatives (mother, father and children) and relatives of all such persons..

### 3. General Principles

Gifts and Entertainment are commonly used to build and strengthen business relationships. However, they are legitimate tools only if they meet the following criteria:

- reasonable, infrequent and of modest value,
- recorded in the books and records in an accurate and transparent manner,
- in line with accepted business practices (no intention of Bribery<sup>1</sup>, payoffs or kickbacks),
- in accordance with applicable legislation.

Any Gift or Entertainment may only be offered or accepted in good faith, while the intention behind such act and its potential effects should be carefully considered. All employees should ensure that providing or accepting any particular Gift or Entertainment:

- does not influence, or give the impression of influencing a business decision,
- will not be detrimental to Opet Fuchs if public becomes aware of such act,
- does not create a conflict of interest.

All Gifts and Entertainment must comply with the above principles and the Opet Fuchs Anti Bribery and Corruption Policy, as well as the limits and detailed procedures set out in this Policy.

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<sup>1</sup> Please refer to Opet Fuchs Anti Bribery and Corruption Policy for details.

Gift and Entertainment activities (including descriptions, approval processes) must be properly documented, accurately and transparently recorded in the books and records.

In case of any doubt about the appropriateness of offering or accepting any Gift or Entertainment, employees should seek guidance from the Assistant General Manager (Finance & Compliance) and/or Management Systems, Risk and Compliance Department.

## **4. Implementation of The Policy**

### **4.1. Gifts**

Opet Fuchs employees may neither offer or accept Gifts in Cash or Cash Equivalents. Gifts provided in the form of a service, or other non-cash benefits such as promotions, memberships, promises of employment or other forms of favors are not permissible under this Policy.

Opet Fuchs sets the value limit for offering/receiving Gifts from/to a single source<sup>2</sup> at 50 USD or its equivalent. Regardless of the monetary limit, Gifts that may give the impression that they cause a conflict of interest, or adversely affect fair and impartial judgement or are contrary to generally accepted business practices must be avoided. Opet Fuchs may prefer to set lower limits for Gifts.

When offering or accepting a Gift, if there is any doubt as to whether a Gift is considered customary and in line with business practices and this Policy, based on circumstances such as the frequency of events, the nature of the Gift or for any other reason, employees shall consult to the Assistant General Manager (Finance & Compliance) and/or Management Systems, Risk and Compliance Department can be consulted.

It is appropriate for employees to give and accept non-valuable Gifts in the course of their business. These may include Gifts such as calendars, key rings or other promotional items, preferably bearing the company logo. Gifts that are personal or could be perceived as personal should be avoided. Examples include an engraved watch or a pen with the recipient's initials.

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<sup>2</sup> The definition of "Single Source" covers each related parties, including but not limited to the customers, suppliers, authorized representatives, managers or staff of the same companies.

Employees may only accept a Gift within the limits in accordance with the General Principles set forth in this Policy. If employees are offered a gift that does not comply with this Policy, they must politely decline the Gift by returning it with a note or e-mail, referring to this Policy. Opet Fuchs employees, regardless of whether they accept them or not, must inform the officer or department in charge of compliance of any Gifts offered to them and/or offered to third parties.

## **4.2. Entertainment**

Business meals and events are common practices in business life. Opet Fuchs and Business Partners may pay for each other's meals, travel and accommodation expenses when they are actively working on a business project or conducting business activities . In such cases, the following criteria must be met :

- There must be a legitimate business interest related to an existing or potential business relationship with the other party.
- The event must be one-off and not repeated on a regular basis.
- The event must not be excessive (the value or nature of the event is disproportionate to the business relationship) or take place in inappropriate venues.
- The Entertainment must not compromise fair and impartial judgement or create an impression as such. .

Meals and other Entertainment that meet the above criteria may be appropriate .

Documentation for meals and Entertainment must include full details of the attendees and the related business relationship (businesspurpose) as well as a description of the event and supporting documentation. The related expenses must be accurately and transparently recorded in the books and records, in the appropriate expense account associated with the business relationship.

Employees providing Entertainment are responsible for providing supporting documentation to be retained by the Accounting Department.

## **4.3. Relations with Public Officials and Politically Exposed Persons**

Interactions with Government Officials and PEPs are subject to strict regulatory requirements. Both local and international regulations prohibit giving anything of value to Government Officials or PEPs in order to obtain, retain or maintain business.

Providing Gifts or Entertainment to Government Officials and PEPs may raise Bribery concerns. Such Gifts and Entertainment must be modest, in accordance with relevant regulations and must not be perceived as a Bribe, payoff or kickback. In case of doubt, the officer or department in charge of compliance may be consulted.

## 5. Authority and Responsibilities

All employees and directors of Opet Fuchs are responsible for complying with this Policy and for implementing and supporting the procedures and controls of Opet Fuchs in accordance with the requirements of this Policy. Opet Fuchs 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 Opet Fuchs operates, and this Policy, the stricter of the two shall prevail, unless such practice is in violation of the relevant local laws and regulations..

If you become aware of any action that you believe is in violation of this Policy, applicable legislation or the Ethical Principles of Opet Fuchs, you may consult or report this matter to your manager, who is one level higher in rank than you. Besides, it is possible to notify or consult to the Assistant General Manager (Finance & Compliance) through Notification and Information Hotline, available at the following address: "<https://ihbar.opetfuchs.com.tr>". If you are not an Opet Fuchs employee then, you may forward your notices and notifications to "[uyum@opetfuchs.com.tr](mailto:uyum@opetfuchs.com.tr)". Alternatively, you can also submit your notifications and statements through Koç Holding Ethics Line "[koc.com.tr/ihbarbildirim](http://koc.com.tr/ihbarbildirim)" or Fuchs Report Line "<https://www.bkms-system.net/FUCHS-Compliance-Communication>".

Employees of Opet Fuchs may contact with the Assistant General Manager (Finance & Compliance) and/or Management Systems, Risk and Compliance Department about their questions regarding this Policy and the implementation of this Policy. Violation of this policy may result in significant disciplinary actions including dismissal. If this Policy is violated by third parties, their contracts may be terminated.

## 6. Revision History

This Policy has entered into force pursuant to the Decision of the Administrative Board taken on the date of 01/12/2021 Management Systems, Risk and Compliance Department shall be responsible for updating this Policy.

Revision	Date	Explanation
No:1	01.04.2024	The definition of Politically Exposed Person ("PEP") is updated in accordance with the applicable legislation, the process for reporting the Gifts is added and expressions that cause ambiguities are improved.