

compliance

Opet Fuchs Madeni Yağ Sanayi ve Ticaret A.Ş.
Supply Chain Policy

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1. Purpose and Scope

The purpose of this Supply Chain Compliance Policy (**the "Policy"**) is to share the principles and values of Opet Fuchs to our Business Partners and to provide them with the necessary guidance on the standards we expect them to meet.

This policy is also intended to provide guidance to Opet Fuchs in their processes for selecting and monitoring Business Partners.

All employees, directors and officers of Opet Fuchs shall comply with this Policy, which constitutes an integral part of the Ethical Principals of Opet Fuchs and the Ethical Principals of OPET Petrolcülük A.Ş ve Fuchs SE (**"Main Shareholders"**). Opet Fuchs expects to take the necessary steps to ensure that all of its Business Partners are aware of and act in accordance with this Policy.

2. Definitions

"Bribery" refers to giving, offering, promising or proposing anything of value with the aim of obtaining Improper Advantage over, or Corruptly Influencing a business transaction or relationship. Forms of value covers any form of benefit including but not limited to money, gifts, entertainment that:

- affect or may affect impartiality, performance and ability to make decisions,
- may be reputation wise detrimental if it became public,
- would be a breach of the applicable legislation,
- can be perceived as bribery, or
- may correspond to a privileged treatment for carrying out a certain task.

"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.

"Corruption" means the abuse of entrusted power for private gain.

"Export Control Regulations" means the laws and regulations that regulate and restrict the import, export and re-export of technologies, information, goods and services for reasons of commerce, foreign policy and national security.

"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.

"Human Rights", refers to the rights peculiar to all people regardless of gender, race, colour, religion, language, age, nationality, difference of opinion and wealth, and contains the right to an equal, free and dignified life.

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

"ILO", refers to the International Labour Organisation.

"ILO Declaration on Fundamental Principles and Rights at Work"¹, refers to the ILO Declarations, which states that all member states are obliged to respect, develop and support the following four principles in good faith, even if they have not certified the relevant agreements:

- Freedom to form trade unions and effective recognition of the right to collective bargaining,
- Elimination of all forms of forced or compulsory labour,
- Prevention of child labour,
- Elimination of discrimination throughout the employment.

¹ <https://www.ilo.org/declaration/lang--en/index.htm>

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

"**Laundering the Proceeds of Crime**", refers to the integration of revenues from illegal activities into the financial system as if they were obtained legally, in other words, the concealment of these revenues from illegal activities.

"**Opet Fuchs**" refers to Opet Fuchs Madeni Yağ San. Tic. 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..

"**Sanctions**", are restrictions on financial or commercial transactions imposed by one or more countries or organizations and intended to target another country, region, sector, organization or individual.

"**Sanctions Target**" means;

- Any individual, entity, vessel or government which is a designated target of Sanctions (collectively, "**Listed Persons**") (e.g., SDNs);
- Companies owned 50% or more, directly or indirectly, by a Listed Person;
- Individuals or companies that are resident, incorporated, registered or located in countries or territories such as Crimea, Donetsk, Luhansk and Sevastopol Regions of Ukraine, Cuba, Iran, North Korea and Syria that are subject to a comprehensive country or territory-wide Embargo as of the approval/revision date of this Policy (i.e., the "Embargoed Countries"), and
- Persons or companies owned or controlled by, or operating as agents of, the governments of Embargoed Countries or the Government of Venezuela.

"**UN**", refers to an international organization called United Nations.

"**UN Global Principals Agreement**"², refers to the agreement that is based on the universally adopted UN declarations regarding social responsibility and sustainability practices that deal with the 10 basic areas of responsibility of the business world in the areas of human rights, labour standards, environment and anti-corruption.

² <https://www.unglobalcompact.org/what-is-gc/mission/principles>

"UN Guiding Principles on Business Life and Human Rights"³, is a guidance text for countries and companies to examine, prevent and correct human rights violations encountered in the business life.

"Universal Declaration of Human Rights (UDHR)"⁴, is a landmark document in the history of human rights. This Declaration which was prepared by the representatives of different legal and cultural backgrounds from all around the world, was declared by the General Assembly of United Nations in Paris on 10 December 1948 as a common success criterion for all people and all nations, and it was the first documents emphasizing the universal protection of fundamental human rights.

3. General Principles

Opet Fuchs selects its Business Partners based on factors such as technical competencies, product and service quality, pricing, corporate reputation and financial soundness. Opet Fuchs also applies a risk-based approach to assess the compliance-related risks associated with its Business Partners in order to ensure compliance with the principles outlined in this Policy. Within the framework of this approach, the following points are considered:

- Taking necessary measures to effectively manage the risks associated with Sanctions and Export Control Regulations.,⁵
- Conduct Due Diligence⁶ on Business Partners before and during the course of the business relationship to ensure that they are not directly or indirectly Sanctions Targets, and to verify that there is no negative intelligence on Bribery, Corruption, Laundering the Proceeds of Crime and financing of terrorism and weapons of mass destruction, human rights violations, etc., and to identify any other potential compliance risks,
- Auditing the Business Partners, when necessary, to determine whether they comply with the Opet Fuchs Code of Ethics, in particular applicable legislations, contractual obligations and the Guiding Principles for Business Partners ("Principles") detailed below,
- Providing necessary training to Business Partners to ensure compliance with expected standards, if required.

³ https://www.ohchr.org/Documents/Publications/GuidingPrinciplesBusinessHR_EN.pdf

⁴ <https://www.un.org/en/universal-declaration-human-rights/>

⁵ Please refer to Opet Fuchs Sanctions and Export Controls Policy for details.

⁶ During this work, it is necessary to fulfil disclosure obligations in accordance with all relevant local personal data protection regulations in the countries where the Opet Fuchs operates, obtain explicit consent and any other necessary commitments from persons acting on behalf of and for the account of the Business Partners.

Business Partner Onboarding Process

As a first-line role⁷, the business units, before establishing a business relationship with a new Business Partner, are responsible for identifying potential risks associated with Sanctions and Export Control Regulations, ensuring that the relevant party is not a Sanctions Target, and perform intelligence ("Due Diligence")⁸ through a screening tool by taking all necessary commitments in accordance with all the legislation on the protection of personal data in force in the countries where the relevant Opet Fuchs operates, in order to identify compliance and other reputational risks such as Bribery, Corruption, Laundering the Proceeds of Crime, financing of terrorism and weapons of mass destruction, human rights violations, etc. and assessing whether the relevant parties comply with the Guiding Principles for Business Partners⁹. In addition, it should be confirmed whether the relevant Business Partner is a Public Official or a PEP by conducting internet, media and other database searches.

Due Diligence is carried out by the business units under the coordination of the officer or department in charge of compliance as a second line role¹⁰ and is monitored regularly. In the event that the Due Diligence contains a warning sign regarding any compliance risk or it is determined that the Business Partner is a Public Official or a PEP, the officer or department in charge of compliance must be informed immediately. The officer or department in charge of compliance may decide to stop the transaction or conduct Enhanced Due Diligence ("EDD"). In this case, the General Manager is informed about the compliance risks identified and the possible impact of these risks on the relevant Opet Fuchs and the measures suggested to be taken in case of establishing, terminating or continuing a business relationship. The General Manager shall make the decision to establish, continue or terminate the business relationship taking into account the assessments and recommendations of the relevant EDD report. Decisions taken with the approval of the General Manager shall be regularly reported to Main Shareholders by the Management Systems, Risk and Compliance, and the entire process shall be subject to internal audit¹¹, if deemed necessary.

At the stage of signing a contract with a Business Partner, Opet Fuchs shall ensure that the relevant persons are informed about this Policy. Furthermore, Opet Fuchs reserve the right to terminate the contract or apply other penalties in the event of a violation of the Policy. Clauses such as the obligation to comply with this Policy, the Principles and Opet Fuchs' audit right over the relevant party are included in the relevant contracts.

⁷ First line roles refer to the business units responsible for the delivery of products and/or services to customers. Each first-line employee involved in these processes, which can also be referred to as operational issues, is responsible for their own self-assessments.

⁸ Please refer to Opet Fuchs Sanctions and Export Controls Policy for details.

⁹ Please refer to the "4. Guiding Principles for Business Partners" section of this Policy for details.

¹⁰ The Compliance Function, which is called the second line and is closely linked to the processes in the first line, provides support to the first line in managing compliance risks and coordinates the business units. In addition to continuous monitoring activities, it also proposes action plans to prevent the occurrence/recurrence of risks and supports the first line by ensuring follow-up.

¹¹ As a third line role, internal audit aims to provide independent and objective assurance and advice on the adequacy/effectiveness of governance and risk management based on retrospective findings.

4. Guiding Principles For The Business Partners

Opet Fuchs' Guiding Principles for Business Partners ("Principles") have been generated as a part of this Policy and Opet Fuchs' Compliance Program and are have been prepared in accordance with the UN Global Principles Agreement. All Business Partners of Opet Fuchs are expected to comply with these Principles.

4.1. Legal Regulations

Business Partners of Opet Fuchs are expected to act in compliance comply with all laws, rules and, regulations applicable to their business and industry, including competition, the prevention of Laundering the Proceeds of Crime and the financing of terrorism and weapons of mass destruction, data privacy, anti-bribery and anti-corruption laws. applicable to their business and industry. Business Partners shall act in accordance with all applicable legislation, including but not limited to competition laws, Anti-Money Laundering and countering financing of terrorism regulations, data privacy regulations and legislations regarding anti-bribery and corruption.

4.2. Anti-Bribery and Corruption & Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction

Business Partners are expected to comply with applicable laws regarding the anti-bribery and corruption, Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction, while conducting business on behalf of Koç Group. Any form of bribery and the giving or receiving of anything of value, directly or indirectly, to gain an improper advantage and influence the objective decision-making processes is unacceptable. Any activity that may lead to prevention of laundering of the proceeds of crime and financing of terrorism and weapons of mass destruction, with or without malicious intent, is unacceptable and illegal.

All transactions must be accurately and transparently recorded in the books and records with sufficient descriptions

4.3. Human Rights

Business partners are expected to conduct their business activities in accordance with the Human Rights Policy of Opet Fuchs.

4.3.1. Employment

Business Partners of Opet Fuchs shall ensure that their activities are not associated with child labour, forced labour or labour abuse.

In addition, in accordance with the conventions and recommendations of the ILO, the Universal Declaration of Human Rights, and the UN Global Compact, Opet Fuchs expects its Business Partners to have a zero tolerance policy towards slavery and human trafficking

4.3.2. Compliance with Labour Laws

Business Partners are expected to comply with all labour laws of the countries, in which they carry out a business.

Wages shall be set competitively in accordance with the relevant sectors, the local labour market and, where applicable, collective bargaining agreements. All compensation, including social benefits shall be paid in accordance with the applicable laws and regulations.

4.3.3. No Harassment or Violence

Business partners are expected to provide a work environment where violence, harassment, and other unsafe and uncomfortable conditions arising from internal and external threats are not present. Any form of physical, verbal, sexual or psychological abuse, bullying, harassment or threat shall not be tolerated.

4.2.4. Discrimination

Business Partners are expected to provide a work environment where any form of discrimination is not tolerated; where employees are treated fairly and where there is zero tolerance of discrimination, (based on race, gender, colour, national or social origin, ethnicity, religion, age, disability, sexual orientation or political opinion).

4.2.5. Freedom of Association and Collective Bargaining

Business Partners are expected to respect the right and freedom of choice of their employees to join trade unions and to bargain collectively without fear of retaliation.

4.3. Health and Safety

Business Partners are expected to provide a safe and healthy working environment, to comply with all relevant laws and regulations and to implement all necessary safety measures for all work areas. Business Partners must take immediate action when unsafe conditions or behaviours occur and minimise the risk of injuries and accidents.

4.4. Environment

Opet Fuchs expects its Business Partners to make maximum efforts to protect and preserve the environment. In this regard, Opet Fuchs supports its Business Partners in the following matters;

- to comply with all applicable laws, legislations and regulations, including all Health, Safety, Environment and Energy Policies and Procedures within the scope of Integrated Management Systems of Opet Fuchs.
- to continuously improve their environmental performance and reduce their environmental impacts for climate change, water management, waste management and protection of biodiversity.
- have effective monitoring systems and procedures against industrial accidents and other emergencies.
- to encourage business partners and third parties of Business Partners to improve their environmental performances.

4.5. Ethics

Opet Fuchs expects its Business Partners to perform their business fairly, honestly, in accordance with the legislation and Ethical Principles of Main Shareholders and Opet Fuchs.

4.5.1. Anti-Bribery and Anti-Corruption and Anti Money Laundering

Business Partners are expected to comply with the applicable legislation concerning the fight against bribery and corruption and the prevention of money laundering while carrying out their activities on behalf of Opet Fuchs. All forms of bribes and the giving or receiving of anything of value, directly or indirectly, in order to gain unfair advantage and influence impartial decision-making processes is unacceptable. Any activity that may lead to Money Laundering, whether in bad faith or not, is illegal and unacceptable.

All transactions shall be processed in legal books and records in a way that contains accurate, transparent and adequate explanations.

4.5.2. Conflict of Interest

Business Partners shall not enter into personal relationships with Opet Fuchs employees that may lead to or be perceived as a conflict of interest and damage the reputation of Opet Fuchs.

4.5.3. Reporting

Business Partners are expected to establish effective communication channels to report violations and take the necessary precautions in a timely manner. Business Partners and employees shall be able to communicate their concerns through these communication channels without any fear of retribution or retaliation. In addition, it is possible for the employees of Business Partners to report their concerns directly to uyum@opetfuchs.com.tr, the Ethics Hotline of Koç Group or the Notification Hotline of Fuchs.

4.6. Training and Development

Opet Fuchs encourages its Business Partners to provide training programs and tools for their employees in order to enable them to gain more skills and competencies.

4.7. Management Systems

Business Partners are expected to have effective and functioning management systems to assure that they operate in accordance with laws, regulations and the Principles set out in this Policy.

5. Authority and Responsibilities

All employees and managers of Opet Fuchs shall be responsible for complying with this policy and for implementing and supporting the relevant procedures and controls in accordance with the requirements of this Policy. Opet Fuchs expects all its Business Partners to comply with this Policy to the extent applicable to the relevant party and the transaction and takes the necessary steps to ensure this.

In case of any difference between this Policy and the applicable legislation, the more restrictive one shall prevail between this Policy and the legislation, to the extent that the relevant application does not contradict the legislation.

If you are 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 lever 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. Alternatively, you can also submit your notifications and statements through Koç Holding Ethics Line "koc.com.tr/ihbarbildirim" or Fuchs Report Line <https://www.bkms-system.net/FUCHS-Compliance-Communication>.

Employees of Opet Fuchs may consult 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 by an employee may result in significant disciplinary punishments, including dismissal. In the event that any third party expected to act in accordance with this Policy acts in violation of this Policy then, the relevant agreements 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	Missing expressions are added to the Definitions, the expressions that cause ambiguities are improved, referrals the Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction are added