

**COMPANY:** SÖĞÜT İNŞAAT A.Ş.

**DOCUMENT NO:** SGT-KRY-POL-001

**DOCUMENT TITLE:** ANTI-CORRUPTION, ANTI-BRIBERY AND ANTI-MONEY LAUNDERING POLICY

**REVISION NO:** 01

**DATE:** December 2025

## 1. PURPOSE AND SCOPE

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This Anti-Corruption, Anti-Bribery, and Anti-Money Laundering Policy ("Policy") aims to ensure compliance of Söğüt İnşaat with the applicable legislations and standards against Corruption, Bribery, and Money Laundering.

Söğüt İnşaat employees and parties operating on behalf of it are obliged to comply with the Policy, and other third parties (customers, suppliers, business partners, etc.) with whom Söğüt İnşaat works are expected to act in accordance with this Policy in their activities.

Söğüt İnşaat A.Ş. Board of Directors is responsible for the oversight of the Policy, and the Compliance Team is responsible for implementing and monitoring of the Policy. With regards to any action that may jeopardize compliance with this Policy, the Compliance Team shall be immediately contacted.

### Definitions and Abbreviations

- **Bribery:** Offering, promising, giving or soliciting an undue advantage of any value (which could be financial or non-financial, directly or indirectly, and irrespective of location(s)), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person's duties.
- **Business Partners:** All representatives, subcontractors, and consultants acting on behalf of the company.
- **Control:** In relation to a company, the ability of any person directly or indirectly to (i) appoint and/or remove a majority of the board of directors; (ii) exercise, or direct the exercise of, more than 50% of the voting rights of that company; (iii) or exert control by virtue of special shareholder rights.
- **Corruption:** Abuse of power for private gain.
- **Facilitation Payment:** Informal, improper payment to secure or expedite a routine government action.
- **Illegal Benefit:** Advantage derived from breach of duties and responsibilities to benefit another associated party.

- **Money Laundering:** The conversion or transfer of property, knowing that such property is derived from any offense(s), for the purpose of concealing or disguising the illicit origin of the property.
- **Politically Exposed Persons (PEPs):** Individuals who are, or had been before three years of the planned transaction, entrusted with prominent public functions and their family members and close associates. Family members are individuals who are related to a PEP either directly (consanguinity) or through marriage or similar (civil) forms of partnership and close associates are individuals who are closely connected to a PEP, either socially or professionally.
- **Public Officials:** Employees in any public institution or state-owned enterprise in a local or foreign country; employees and candidates of a local or foreign political party; persons in charge of in any legislative, executive, or judicial authority; judges, juries, and other judicial officials or officials in national, international or supranational courts or in arbitration tribunals.
- **Söğüt İnşaat or Group:** Söğüt İnşaat A.Ş. along with its affiliates and/or subsidiaries directly or indirectly controlled by Söğüt İnşaat A.Ş.
- **Subsidiary:** A company in which the holding company, (i) Controls the composition of the board of directors; or (ii) exercises or Controls more than one-half of the total share capital.
- **Third Party:** People or companies with whom Söğüt İnşaat engages in commercial activities including without limitation to suppliers, customers, contractors, and business partners.

## 2. GENERAL PRINCIPLES

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### 2.1. Anti-Bribery and Corruption

Söğüt İnşaat A.Ş., as a signatory of the United Nations Global Compact, is committed to conduct all its activities in accordance with the highest ethical standards and expects everyone within the Group to apply the highest standards in respect of anti-bribery and corruption.

Söğüt İnşaat takes a stand against all forms of Bribery and Corruption. In its all operations worldwide, Söğüt İnşaat employees are expected to act in accordance with the applicable local anti-bribery and corruption laws and regulations and with the related foreign legislation, conventions, and standards (including OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, Foreign Corrupt Practices Act, UK Bribery Act, etc.).

Söğüt İnşaat is aware of its liability for the compliance with all anti-bribery and corruption regulations and works under the policy of zero tolerance in this regard.

Söğüt İnşaat employees never accept or give bribes to gain any advantage; do not offer or give "anything of value" to any Public Officials, directly or through third-parties, to influence their

decision; record every transaction related to their activities in a transparent and true manner; comply with all applicable anti-bribery and corruption laws and regulations; and act in a way that can be justified, explained, and defended ethically, even if disclosed to third parties or the public. Examples of "anything of value" include flight tickets, fuel, vehicle provision, gifts/gift checks, purchasing from an indicated company, donations to specific associations, lodging, entertainment (dinner/concert tickets), internship/job opportunities, scholarships, loan provisions, special discounts, or medical treatments.

Common risk signals regarding Business Partners include excessive commissions, unreasonable distributor discounts, vaguely defined consulting contracts, services outside the partner's line of expertise, close relations with public officials, or requests for payment to bank accounts in tax havens.

### **2.1.1. Employment of Public Officials and PEPs**

Employment decisions of Public Officials and PEPs proceed in line with human resources procedures based on equal opportunity. They may only be employed if the salary/benefits are determined fairly, their professional background is sufficient, the employment cannot be construed as an Illegal Benefit, and prior written approval of the Compliance Team is obtained.

### **2.1.2. Facilitation Payment**

Söğüt İnşaat prohibits any Facilitation Payment under any name whatsoever, including payments made through third parties or personal sources.

## **2.2. Anti-Money Laundering**

Söğüt İnşaat employees and Business Partners must act in accordance with the applicable local anti-money laundering laws and regulations of the countries in which the Group operates and related foreign standards (such as FATF Recommendations). Executives, employees, and Business Partners shall absolutely not allow any Money Laundering activities. Indicators include requests for payments from third parties with no contractual relationship, payments to non-related countries, or non-transparent shareholding structures.

## **2.3. Due Diligence Process for Third Parties**

Risk-based due diligence should be performed by the Compliance Team prior to engaging with a new Third Party. If the compliance risk level is high, actions may include not working with that Third Party or implementing additional controls. Detailed steps follow the KYC Inquiry Instruction (SGT-KRY-TLM-001) and KYC Inquiry Procedure (SGT-KRY-PRO-001).

## 2.4. Transparency of Accounting Records

Accounting transactions, invoices, and payment documents must have detailed and clear explanations, and be maintained with supporting documentation. Any change in accounting or commercial records that falsifies the nature of any transaction is prohibited.

## 3. REPORTING OF VIOLATIONS

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Each Employee and Third Party that is engaged in a business relationship with Söğüt İnşaat is required to immediately report any actual or suspected violation in compliance with this Policy through one of the channels identified below:

- **Email:** etik@sogut-insaat.com.tr
- **Web:** sogut-insaat.com.tr/ethics
- **Ethics Hotline:** 0312 287 33 13

Söğüt İnşaat takes all reports seriously. All reports received are kept confidential unless there is a legal obligation to disclose the same.

Please refer to Söğüt İnşaat Whistleblowing Policy (SGT-KRY-POL-002) for details.

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**Ahmet KAPUSUZ**

Company Manager / Şirket Müdürü