

KEGED ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1 INTRODUCTION

KEGED is committed to ensuring that its operations meets their legal obligations and prevents, detects and eliminates corrupt practices, and cooperates to reduce opportunities for fraud and bribery. KEGED requires all board members, employees and volunteers at all times to act honestly and with integrity and to safeguard the resources, assets and interests of KEGED for which they are responsible. Bribery is an ever present threat to the resources, assets and interests and therefore must be a concern to all employees.

In line with the KEGED ethic principles, this Anti-Corruption Policy establishes basic standards and a framework for the prevention and detection of bribery and corruption, in compliance with Turkish laws. The Turkish Law prohibits offering or providing benefits, directly or indirectly, to government officials for the purpose of securing an undue advantage or improper benefit. KEGED has a zero-tolerance policy for making or accepting bribes or kickbacks, regardless of local law or custom.

2 AIM

This Policy aims to enable the compliance with the effective anti -bribery and anti-corruption regulations, as well as ethical and professional principles within this context.

3 SCOPE

This policy covers all board members, employees and volunteers of KEGED and the individuals and organisations that act in the name of or provide services to KEGED, including outsourcing companies, suppliers, consultants, external auditors and representatives.

4 DEFINITIONS

Corruption refers to demanding, offering, giving or receiving any kind of unjust gain or unlawful benefit by any stakeholder that obstructs the fulfilment of his responsibilities in compliance with the law.

Bribery refers to obtaining of benefits by a person either directly or through intermediaries in order to do or not to do an act in relation to the performance of his duties.



5 POLICY STATEMENT

Within the framework of national and international practices, KEGED defines major risk areas where bribery and corruption can occur as follows:

- gifts and hospitality activities
- donations and sponsorships
- facilitation payments
- outsourcing companies and business partnerships
- abuse of title and duty

All KEGED personnel are required to comply fully with this Anti-Corruption Policy, the Turkish Law, and other applicable anti-corruption laws to avoid bribery and corruption. The basic rules are these:

- KEGED personnel shall not offer, give, solicit, or receive bribes or kickbacks.
- KEGED personnel must fully, fairly, and accurately characterise and record all transactions and expenditures in the books, records, and documents of the association.
- Activities that are prohibited if undertaken directly may not be taken indirectly through third parties such as agents, consultants, contractors, partners or affiliates of KEGED or the recipient.

These rules are explained below in detail:

5.1 No Bribery

KEGED personnel should never be involved in offering, promising, authorizing, making, or otherwise furthering a payment of money or transfer of anything of value to any person for an improper purpose.

5.2 The Turkish Law and Bribery of Government Officials

Consistent with the Turkish Law and similar laws, KEGED employees must not make, offer, promise or authorise the payment or transfer of anything of value, directly or indirectly, to a government official for the purpose of influencing official action or inaction, inducing an unlawful act, or to secure an improper advantage.



For purposes of this Policy, a “government official” includes:

- Any officer or employee of any governmental entity at any level;
- Any private person acting in an official capacity for or on behalf of any governmental entity (such as a consultant retained by a government agency);
- Officers and employees of companies or institutions in which the state has a majority ownership interest or over which the state exercises control, including public universities;
- Candidates for political office, and political parties and their officials; and
- Officers, employees, or official representatives of public international organisations, such as the World Bank, United Nations, and International Monetary Fund.

“Anything of value” means anything that may be of value to the person to whom it is being offered. Examples include money, gifts, entertainment, travel, scholarships, awards, job opportunities, business opportunities, charitable contributions, and stock. As most anti - corruption laws around the world, the policy prohibits facilitation payments in the same manner as other bribes.

This Policy does not prohibit the payment of legitimate fees, taxes, duties, fines, penalties or similar charges.

5.3 Bribery of Private Parties, Including Kickbacks

KEGED personnel must not offer or make a payment or provide other things of value to any person, whether or not a government official, for the purpose of inducing some improper action by the recipient or gaining an improper advantage. KEGED personnel must not ask for or receive such payments. This includes personal payments or other things of value made or received in exchange for the awarding of business, commonly referred to as kickbacks.



5.4 Third Parties

This policy prohibits corrupt payments made directly by KEGED personnel and also indirectly through an agent or other intermediary such as a consultant acting on behalf of KEGED. It is unlawful to make a payment of anything of value to any agent or other intermediary if there is reason to believe that any portion of the payment will be offered, given, or promised to anyone else for a corrupt purpose. Accordingly, this Policy applies to activities conducted with or through an agent, consultant, joint venture or other business partner. KEGED personnel who manage, supervise, or oversee the activities of third parties working with KEGED should ensure that such persons or entities understand and fully comply with this Policy. The most important step we can take to protect ourselves from liability for improper payments made by third parties is to choose carefully our partners, including agents and consultants, and monitor their conduct.

5.5 Accurate Books and Records, and Financial Controls

The Turkish Law require that a company maintain books, records, and accounts that, in reasonable detail, accurately reflect the transactions and dispositions of the company. KEGED personnel must maintain complete and accurate records with respect to all transactions and expenditures undertaken on behalf of KEGED or its subsidiaries and affiliated institutions. All employees must exercise special care when transactions involve payments or other benefits to government officials or commercial partners. Employees must never use “off book” accounts. Employees must accurately record all payments to public officials or commercial partners. Employees must reject and report any requests for false invoices or payment of expenses that are unusual, excessive, or inadequately described. No one must make misleading, incomplete, or false entries in KEGED books and records for any reason.



6 CONSEQUENCES OF NON-COMPLIANCE

Compliance with this Policy and with the laws is a condition of employment with KEGED. Failure to comply with this Anti-Corruption Policy and the Code of Business Conduct, or applicable laws is ground for disciplinary action, including termination of employment. The consequences of failing to comply with Turkish anti-corruption laws can be very serious. Independent of whether any enforcement action is taken against KEGED, KEGED personnel involved in violations may be subject to prosecution, criminal fines, and imprisonment.

By law, fines and penalties imposed upon individuals under the Turkish Law may not be paid directly or indirectly by KEGED or an affiliated institution.

7 ADMINISTRATION

Responsibility: Board Members of KEGED are responsible for overseeing, interpreting and monitoring compliance with this Policy, and may delegate these activities to others as appropriate.

Investigation: KEGED takes all reports of potential Code violations seriously and will investigate. Anyone being investigated for a potential Code violation will have an opportunity to be heard prior to any final determination. Please refer to the KEGED Complaints Procedure for details.

Training: KEGED will provide information on this Policy and anti-corruption principles to board members, employees and volunteers.

Auditing: KEGED will conduct periodic audits to ensure continued compliance with the Turkish Law, and this Policy and the associated Guidelines.

