

SUMMA GROUP ANTI-BRIBERY AND CORRUPTION ("ABC") POLICY

1. Purpose and Scope

This Policy applies to all employees of Summa Turizm Yatırımcılığı A.Ş. and all group companies (collectively referred to as "Summa" or "Summa Group Companies" or "the Company"), as well as Summa's subcontractors, suppliers, business partners, intermediaries, and all third parties acting on behalf of or representing Summa under a contract, power of attorney, or other agreements (collectively "Third Parties").

The purpose of this Policy is to establish Summa's principles of Anti-Bribery and Corruption.

Summa conducts all its activities in compliance with applicable industry practices and laws. Summa places the utmost importance on business ethics and fair competition. Therefore, Summa will not tolerate any violations of the anti-bribery and corruption provisions outlined in this Policy.

Compliance with this ABC Policy is mandatory for Summa, including its employees, officers, branches, and group companies, as well as outsourced employees, subcontractors, suppliers, consultants, business partners, intermediaries, lobbyists, external auditors, and advisors, or any Third Parties acting for or on behalf of Summa or in cooperation with Summa.

All Summa employees and Third Parties will make maximum efforts to comply with the provisions of this Policy.

Summa will exert its utmost efforts to ensure that all hired personnel, intermediaries, agents, lobbyists, and others who may act on behalf of Summa comply with the provisions of this Policy.

Summa strictly prohibits unethical practices, including but not limited to:

- Giving bribes (active bribery),
- Receiving bribes (passive bribery),
- Bribery or facilitation payments made to government officials by Summa employees or Third Parties.

Summa has limited tolerance for gifts and hospitality, provided that they comply with applicable laws, Summa's Code of Conduct, and Summa Group Policies and Procedures. These limitations are explained in subsequent sections.

Policy (**hereinafter referred to as the "ABC Policy"**) is an integral part of the "Summa Code of Ethics and Business Conduct."

2. Definitions

2.a. Bribery and Corruption Definitions

Corruption is the abuse of entrusted power or authority for any form of improper benefit. Corruption undermines trust, weakens corporate reputation, damages ethical culture, and causes financial losses.

Corruption can occur in many forms, directly or indirectly, and in both the public and private sectors. Examples of corrupt behavior include:

- Public officials requesting or accepting money or benefits in exchange for handling a matter,
- Companies bribing officials to secure lucrative deals,
- Companies offering gifts, hospitality, entertainment, or anything of value to officials to gain business,
- Companies making payments to officials aiming to facilitate or expedite processes.

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Bribery occurs when an attempt is made to influence an individual's duties through the provision of improper advantages. Trading in influence arises when an improper advantage is provided to influence the performance of a third party's duties. Such improper advantages can take the form of cash, objects, gifts, credits, discounts, travel, accommodation, or services.

Corruption constitutes an anomaly or breakdown in the decision-making process, where the decision-maker consents to or demands deviation from the criteria governing decision-making in exchange for a reward, promise, or expectation of benefit. Such motives influencing decision-making are strictly rejected by this Policy.

2.b. Facilitation Payments

Facilitating, expediting, or 'grease' payments are illegal and improper payments made to secure or expedite a routine or necessary administrative action that the payer is already legally entitled to. These payments are intended to speed up or guarantee the completion of tasks that should be performed as part of normal legal or regulatory processes.

2.c. Donations

Donations are monetary or in-kind contributions made without expecting anything in return to individuals or organizations serving the public interest, such as non-governmental organizations, associations, foundations, or public institutions.

2.d. Sponsorship

Sponsorship refers to the monetary or in-kind support of artistic, social, sports, or cultural activities provided under a sponsorship agreement, or terms outlined in a sponsorship contract to achieve corporate and social benefits.

2.e. Public Official

Public Officials include, but are not limited to:

- Employees working in any public institution, state enterprise, or professional organization with public institution status, or companies established with the participation of such entities or foundations operating within these institutions or organizations in any local or foreign country,
- Individuals holding elected positions in any local or foreign country, such as mayors, council members, or local officials,
- Employees of any political party or political candidates in local or foreign countries,
- Individuals serving in administrative or judicial roles within the legislative bodies of any local or foreign country,
- Judges, jurors, or other judicial officers serving in international, supranational, or foreign state courts,
- Officials or representatives working in national, international, or supranational parliaments,
- Arbitrators, whether local or foreign, serving in arbitration proceedings aimed at resolving legal disputes,
- Officials or representatives of international or supranational organizations established based on international agreements.

2.f. Politically Exposed People (PEP)

PEPs are individuals who hold or have held prominent public roles or political positions, directly or indirectly, in regions, countries, or cities where Summa operates or plans to operate.

2.g. Person

For the purposes of the principles and prohibitions outlined in this Policy, a "person" refers to any public official, political party, employee, or representative of a customer in the public or private sector, or an employee or representative of a credit institution or bank.

2.h. Immediate Family Member

Immediate family members include, but are not limited to spouses, domestic partners, biological or adopted children, grandchildren, parents, grandparents, siblings, and any household members, as well as the spouses or siblings of other family members. However, this definition is not limited to these individuals. Payments to more distant relatives of intermediaries or public officials may also incur legal liability. In case of doubt, the Compliance Officer should be consulted for advice.

2.i. Applicable Legislation

Summa operates in multiple countries and partners with multinational corporations where anti-corruption laws apply. These laws are generally designed to prohibit bribery and other corrupt practices. Violations of such laws can result in serious fines for companies and imprisonment for individuals. Even suspicions of violations can harm Summa's reputation and endanger its employees.

Relevant laws include, but are not limited to, United Kingdom Bribery Act 2010- UKBA, Foreign Corrupt Practices Act - FCPA, French Sapin II Law ("Loi Sapin II"), The OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, the United Nations Convention Against Corruption (and/or any successor legislation or equivalent regulations), the Council of Europe Criminal Law Convention on Corruption, and/or any anti-corruption, anti-money laundering, or conflict of interest laws in the countries where Summa operates or where the relevant transaction takes place (collectively referred to as "Anti-Corruption Legislation") may also be included.

3. Key Anti-Bribery Principles

It is strictly prohibited for Summa employees, officers, or directors to offer, promise, or provide monetary or other advantages to any individual to improperly secure or retain business or influence a decision. Likewise, no Summa employee may respond to such solicitations for improper purposes.

The prohibition applies regardless of whether the improper benefit or advantage is provided directly or indirectly, including assistance requested from intermediaries, suppliers, subcontractors, or joint venture or consortium partners.

Additionally, it is prohibited for Summa employees, officers, and directors to provide any monetary benefit or other advantage in exchange for a decision in favor of a third party or to receive any form of commission in such cases.

This prohibition applies equally to both the party offering the improper advantage and the party accepting or requesting it. For an act to be considered a violation, an offer or request for an improper advantage is sufficient, regardless of whether the advantage materializes.

Summa may be held accountable for acts of bribery and corruption committed by third parties under contractual relationships (such as subcontractors or suppliers). Therefore, Summa implements and will continue to implement measures to mitigate such risks. Summa makes every effort to include commitments in all contractual relationships with third parties, ensuring adherence to the same rules and procedures related to anti-bribery and corruption.

Facilitation payments are used to expedite mandatory administrative procedures and formalities carried out through proper legal channels. While such payments may be considered minor corruption and tolerated in some countries, they are illegal in many others. To avoid any confusion, Summa prohibits such practices as a matter of principle.

Regardless of the sector, Summa aims to conduct ethical bidding practices. Deviations from the anti-bribery provisions will be interpreted as unethical behavior, and Summa demonstrates zero tolerance for such deviations.

Violations of the 'Summa Code of Ethics and Business Conduct', 'Anti-Corruption and Bribery Policy', and related legal regulations will be subject to the necessary disciplinary action, up to and including termination

of employment, within the framework of Summa Group Company's relevant Policies and Procedures. The employment relationship with any third party involved in the violation will be terminated.

Summa rejects any form of corruption and bribery. Compliance with this Policy will not result in penalties for employees who refuse corruption or bribery, even if such a decision leads to business losses or adverse commercial outcomes for the Company.

4. Management of Critical Processes

4.a. Gifts and Hospitality

Summa aims to ensure that all business decisions made on behalf of the company or in cooperation with the company by employees, subcontractor employees, contractors or suppliers, business partners, intermediaries, lobbyists, and other individuals acting on behalf of or in association with the company are taken solely through appropriate business channels. These decisions must be based on competitiveness, performance, the quality of services provided, and technical expertise, and must in no way be influenced by improper personal benefits or conflicts of interest.

No gifts or hospitality may be given or received to gain any form of advantage or to influence a business decision. Employees are prohibited from accepting gifts, money, loans, invitations, or other forms of special treatment to influence business decisions. Similarly, employees must not authorize family members to accept such advantages.

Hospitality offers, such as social events or meals, may be offered or accepted only in situations where there is a clear and fair business relationship for the Company. The expenses incurred for such hospitality must be kept within reasonable limits, and the guest list must be recorded. During such hospitality, any travel, accommodation, and other expenses of the Summa representative must always be covered by Summa. All matters related to the acceptance or offering of gifts, hospitality, and similar benefits and advantages must be evaluated and decided between the individual and their manager in accordance with this Policy and the provisions of the Gift and Hospitality Procedure, except in cases where there is no doubt about the acceptability of such advantages. Even when prior approval is not required, informing senior management about the matter is encouraged to ensure compliance and transparency.

The transfer of gifts, hospitality, and similar benefits in accordance with the above explanations can be planned and executed in compliance with the limits and documentation requirements specified in the Gift and Hospitality Procedure.

4.b. Relation With Public Officials

Summa will not, directly or indirectly, provide, offer, or allow any gift, promise, or other advantage, whether in cash or any other form, directly or through an intermediary, agent, or any other person such as their close family member, for the use or benefit of any public official, political party, or any third party in a manner that would violate anti-corruption legislation

The prohibitions and rules on this matter include, but are not limited to, the regulations listed in Section 2.i.

Within the scope outlined above, Summa employees, managers, branches, group companies, subsidiaries, as well as subcontractors, contractors, suppliers, and business partners of Summa, shall not attempt to offer or accept money (or anything of material value), gifts, unethical payments, or commissions with the intent to secure business or contracts, or for the purpose of creating 'off-the-books funds' for any reason.

Summa will not conduct business with any person if it is aware that any provision of the Anti-Corruption Legislation may be violated.

The term "anything of material value" includes, but is not limited to, cash or cash equivalents; the purchase or sale of property or services at inflated or discounted prices; hospitality; cars; jewelry; home renovations; travel; loans; loan guarantees; stocks; as well as goods, services, and non-cash benefits or advantages.

Something of value may also include intangible benefits, such as insider information, stock tips, or illegal assistance in arranging a business transaction or obtaining another benefit or advantage.

Special care must be taken in dealings with public officials. Summa does not permit the giving of any gifts, payments, or the offering of anything of material value to public officials that are not in compliance with the rules outlined in this Policy.

Summa may cover reasonable and legitimate expenses of public officials in relation to (i) the promotion, demonstration, or explanation of products or services, or (ii) the proper execution or performance of a contract with a government or government agency. Such expenses may include reasonable travel costs, reasonable accommodation, or training expenses if there is a legitimate purpose associated with Summa's relationship with the relevant authority, and such expenses are related to access to Summa's facilities.

After evaluating in accordance with the principles outlined in this Policy, in case of any doubt, the advice of the Compliance Officer and/or prior approval from the company management must be obtained for promotional expenses related to public officials.

Expenses related to public officials may not be covered in situations where doing so would violate any applicable anti-corruption laws or the regulations of the public official's employer, or where it could be perceived by the public as a bribe or improper payment.

For more information, please refer to the Gift and Hospitality Procedure.

4.c. Social Investments and Charitable Contributions

Social investment is a transaction financed by the Company for the benefit of a third party or the public, with the aim of generating social and/or financial returns.

Charitable contributions are direct payments made to an officially registered organization for the purposes of charity, education, science, or the arts.

While social investments and charitable contributions are both legal and generally accepted in the international business environment, they can carry a corruption risk that must be carefully evaluated. Social investments or charitable contributions must under no circumstances be made to influence a person or organization, particularly a public official, to act or refrain from acting in a manner directed by the Company.

A situational assessment will always be conducted to ensure that no public official personally, directly, or indirectly benefits from a social investment or charitable contribution. If a situation involving personal benefit is identified, such a social investment or charitable contribution will not be approved.

All social investments and charitable donations will be made based on a written agreement that clearly defines Summa's contribution, the contributions of other participating organizations, and the project's objectives, beneficiaries, milestones, timelines, and cost structure. Such an agreement will include anti-corruption provisions approved by the Compliance Officer or the Legal Department, as well as clauses related to necessary audit rights.

All social investments and charitable donations made by Summa will be documented and reported with supporting documentation.

For more information, please refer to the Donation and Sponsorship Procedure.

4.d. Petty Cash Transactions

Summa will establish and maintain adequate mechanisms for the control, recording, and reporting of low-value cash payments made from the cash register. As a principle, each transaction should be properly controlled, recorded, and reported.

The use of low-value cash without the necessary control measures poses a high risk of corruption. To mitigate this risk, Summa will implement and maintain a reliable control system for the use and accounting of low-value cash.

Low-value cash payments from the cash register will only be used in situations where electronic payments or bank transfers are not possible. All small cash expenses, regardless of their value, must be recorded in the accounting system and reconciled with original receipts that accurately describe the purpose of the payment.

Cash advance payments will be based on a written request from the applicant, which will outline the purpose and value of the expected payment. The written request will also be signed by the applicant's department manager/supervisor.

Low-value cash payments from the cash register must be supported by original documents that accurately describe the content of the payment.

Summa will maintain a cash register (in written or electronic form) that records all small cash transactions. This register will be updated and reconciled monthly or at least once every three months by Summa.

5. Accounting Provisions

This Policy requires all Summa employees and third parties to create and maintain books and records that accurately and fairly reflect the Company's transactions, and to establish and maintain an adequate internal control system. This system will include detailed documentation obligations for all critical processes defined in Section 4.

6. Incident Reporting

Summa employees and third parties working with Summa should report any issues, questions, findings, or suspicions related to a violation of the ABC Policy to their managers, the Compliance Officer, or (for third parties) company representatives at Summa. Such violation-related matters and notifications can also be made to Summa's Ethics Hotline at compliance@summa.com.tr.

For more information, please refer to Summa's Ethical Reporting Procedure.

7. Enforcement

This Policy will come into effect immediately after it is approved by the Summa Board of Directors and shared by the Compliance Officer with the Company management and employees via email; for third parties, such as business partners, it will come into effect when published on the Summa website.

Approvals (Names, Signatures, and Signature Dates):

8. Declaration and Commitment

I have read, understood, and agree to comply with the rules outlined in the Summa ABC Policy.

(If you are an employee)

Name, surname, signature, and date

(If you are a third party)

Company name and stamp; name, surname, position, signature, and date of the legally authorized signatory