



ETHICS and COMPLIANCE

ATU CODE OF CONDUCT



INTRODUCTION

Distinguished members of the ATU family,

ATU currently serves approximately 53 million passengers annually in 6 countries, on an area of 40 thousand square meters. Our journey, which first started with AHL, continues at Istanbul Airport, and continues domestically with operations in Ankara, Izmir, Bodrum, Alanya (Gazipaşa) Airports and Galataport Sea Port, and abroad with operations in Georgia, Macedonia, Tunisia, Latvia and Oman. Atü has gained the right to operate Almaty Airport in Kazakhstan and Antalya Airport in Turkey and will operate at these airports in the coming days.

While operating at the international level, we have demonstrated full compliance with the relevant legislations and culture of each country; and we have never compromised on universal ethical values. We have achieved this success together with you and our shareholders.

The "Ethics and Compliance" concept in summary, encompasses the highest degree of respect for ATU's values and compliance with the laws and regulations of all the countries in which we operate. As an outcome of our sensitivity, we established our Ethics and Compliance Department. In order to align our company culture with the ethical and compliance values, our relevant department has set forth the "ATU Code of Conduct". These rules are now our Constitution. I expect the highest level of respect and compliance with this Constitution from all of my colleagues.

Our goal is to further reinforce the value that our company attributes to the principles of honesty, respect, trust, and responsibility in order to be one step ahead in the global competition, by internalizing the international compliance standards and adopting the right code of conduct in every decision we make in our daily working lives. This is the expectation of our shareholders and business partners.

Our company established the E-Learning program so that all our employees can become the ambassadors of the culture of Ethics and Compliance. This training program will be accompanied by a series of presentations and awareness-raising measures.

I firmly believe that each and every one of you will successfully complete these trainings. In addition to all these, we will establish our Orang-Ethics Club, which will help us with their activities in promoting our culture of Ethics and Compliance. I wholeheartedly encourage you to become volunteers of this club. I will be very happy to meet and chat with the club volunteers from time to time on the occasion of lunch meetings.

Dear Colleagues, I especially would like you to know that this issue is of paramount importance to me personally. The Code of Conduct constitutes a reference tool which will help us act with integrity, by questioning ourselves in situations we would face at work. The Ethics and Compliance Department and I will always be available for you on this issue. I would like to thank each of you in advance for your support, contribution, and importance you will attribute to ATU's stance and determination on this issue

Warmest greetings to all of you,
Sincerely,

CEO
Ersan Arcan

ETHICAL CULTURE ALLOWS US TO TAKE THE RIGHT PATH!

OUR ETHICAL CULTURE

Ethics and Compliance for ATU involve compliance with the laws, regulations countries in which the company operates, and to values of Responsibility and all other values of ATU.

In order to be able to realize the necessary changes in procedures, Ethics and Compliance must primarily be rooted in cultural change. Every ATU employee supports this cultural change by implementing ATU's values in their daily working life.

Having a solid ethical culture allows us to take the right path!



Our Ethical Heroes at ATU will always be on our side to promote our ethical culture.

LOYALTY: A MUTUAL COMMITMENT

When the employee and the employer sign an employment contract (open-ended, fixed-term, internship, etc.) they are committed to carrying out their duties with integrity and loyalty.

DUTY OF LOYALTY:

Unless otherwise specified, the duty of loyalty applies to all employees during their employment contract (open-ended, fixed-term, an apprenticeship, etc.), when the work stops, during periods of leave, and holidays.

Employee's duty of loyalty;

- Not to cause harm or humiliation to the employer, customers, suppliers, partners, etc.
- Not to share confidential information.
- Not to accept assignments constituting competition without prior permission.

Employer's duty of loyalty;

- Paying the salaries owed and complying with the payment dates.
- Providing employees with the work that has been agreed upon.
- Providing employees with sufficient resources so that they can do the work expected of them.

The duty of loyalty covers a wide range of actions that may prevent one of the parties from being unfairly harmed.



A culture of Ethics and Compliance is an element of trust and therefore performance for our company and its stakeholders. Ethics and compliance are an imponderable for ATU and must be our trademark in our business. Each employee must be an active participant in this process and must serve as an ambassador of our ethical culture in the relations they establish with the stakeholders.

A strong ethics and compliance program helps preserve a positive corporate image, while limiting the risks to which the ATU may be exposed. It is therefore a factor of confidence for our employees, our customers and our suppliers and a guarantee of good governance for our shareholders.

ATU Ethics and Compliance Program encompasses all local and international locations. The fundamental tools of this program are awareness and education.

Our Ethics and Compliance rules are based on four pillars: integrity, respect, trust, and responsibility. These principles should also be adopted by all functions and subcontractors of the company. It is essential that employees at every level support their subordinates in adopting these principles. When these rules are violated, ATU might take action in accordance with the nature of the said violation and underlying conditions by taking disciplinary precautions.

Hence, it is extremely important that you share any sensitive situation with your supervisors or with the Ethics and Compliance Officer (see page 29). Thinking about and discussing these issues, developing the right reflexes, finding appropriate solutions, identifying potentially risky situations, and directing them appropriately to the relevant parties are crucial steps of the process.

Within the framework of a control, whatever its nature and type (internal control, audit, internal investigation, control of authorities...), each employee solicited must be cooperative and must actively cooperate.

EXAMPLE OF SANCTIONS FOR CORRUPTION

AIRBUS CONDEMNATION
\$2.9 billion in 2020.

OUR ETHICAL CULTURE

OUR ETHICAL CULTURE

IMPORTANT OUTCOMES OF ETHICS AND COMPLIANCE CULTURE

Ethics and Compliance have become a universal necessity in business relations; and have direct impact on our stakeholders' trust in us and our performance. Similarly, ethics and compliance violations can lead to being excluded from certain markets (the World Bank, etc.) or to prohibitions against borrowing from certain banks in order to fuel our growth. All our stakeholders are attentive to our approach to ethics and compliance. The values are success factors for the ATU. Everyone is an actor and ambassador of Ethics and Compliance at their own level and in their own missions. This responsibility of each employee is the strength of the ATU: it is a strong marker that feeds its performance. The rules of this Code must therefore be applied by each employee and by any person acting for or on behalf of the company (subcontractors, etc.). Employees must also ensure that the people under their responsibility respect the principles. Some ethical violations might result in monetary penalties for the company and its employees, and even more severe punishments. These values must first and foremost be embodied internally within the teams and then be perceived by our passengers. The purpose of Ethics and Compliance culture is to protect our company and its employees who are its natural stakeholders.

THE REASONING AND APPLICATION OF THE CODE OF CONDUCT

ATU operates in a challenging business environment where even the slightest wrongdoing might result in costly outcomes (including monetary penalties, imprisonment, business sanctions, and loss of reputation). For this reason ATU decided to lay down the Code of Conduct while they cannot cover every eventuality, very clearly. The purpose of the code is to spotlight the major Ethics and Compliance issues providing concrete examples to help our employees take ownership of the principles and apply them in all aspects of their work life.

DEVELOPMENT AND STEERING OF THE ETHICS AND COMPLIANCE PROGRAM

The Ethics and Compliance Department and Legal Department are working together to manage the program. Furthermore, the assigned Ethics and Compliance Officers in subsidiaries will also collaborate to provide support in developing the program.

ESTABLISH COMMUNICATION IN ORDER TO ASK A QUESTION OR SHARE SENSITIVE SITUATIONS

It is vitally important that you share your worries concerns in case you have a question, or if you come across a sensitive situation! Establishing communication and discussing these issues would shed light on them, would help us identify the risks, and would help us find the appropriate solutions together with your supervisor (see page 29). You may also get in touch with us via the "Speakup System" we established at ATU.

You can access ATU Speakup Guideline on Atuportal via the link:
<http://atunet/EthicsCompliance/ATU Speakup Guidelines>

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COMPLIANCE WITH LAWS AND REGULATIONS

Ethics involves a close-knit relationship with compliance with laws and regulations.

All employees must strictly comply with laws, regulations, and any contractual obligations that may arise when performing their duties.

THE PROS

Regulatory compliance enables effective risk management and protects employees from any form of breach of probity. It is imperative to preserve the trust of our stakeholders in our business relationships which are based on transparency.

FOCUS INTERNATIONAL SANCTIONS

International sanctions (or embargoes) may be imposed on certain countries, individuals or sectors. All ATU employees are therefore required to apply the ATU Sanctions Procedure. Any failure to comply with international sanctions regulations may result in significant civil and criminal penalties for the employee and the ATU. It is therefore essential to contact the Legal Department and the Ethics and Compliance Officer before any project or contract in case of doubt.

For example:
I have been recently promoted to a new position. My new job description covers customs clearance, and my team informed me that we had to comply with a special arrangement that I didn't know about. What should I do?
 You should discuss the situation with your supervisor and consult the Legal Department to get relevant information.

* ATU's operations are subject to the relevant Customs Legislations in the respective countries they operate. In carrying out our daily operations, it is very important to master the Customs Legislation together with the general laws and to fully comply with these rules.



COMPLY

- Discuss the legal information about your position with your supervisor.
- Have at least some basic information about the laws and regulations regarding your position.
- Comply with applicable delegations.

BE AWARE

- Discuss the matter with your supervisor and your colleagues in the department.
- Consult the matter with the Legal Department and the Compliance Officer.

NEVER

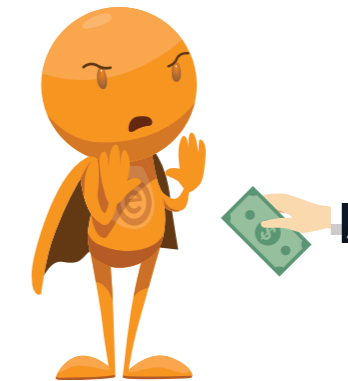
- Make any decisions involving legal risks without consulting your supervisor or the Legal Department.
- Make any commitments on behalf of the company when the company or the shareholders have concerns about compliance with laws and regulations.

FIGHT AGAINST FRAUDULENT BEHAVIOR

A fraudulent behavior is any act of misrepresentation carried out with the intent to obtain an improper or illegal benefit.

Fraudulent behavior could be subject to investigation. Fraudulent conduct includes theft, extortion, embezzlement, abuse of trust, concealment, money laundering, corruption (see page 12), influence peddling (see page 15), offence of favoritism, unlawful taking of interest, misappropriation of public funds, insider dealing or the misuse of company assets, concussion, collusion, coercive practices (see page 24) obstructionist maneuvers and usurpation of identity/of office.

For example:
As I filled out my expense form, I noticed that I had received the change missing, and immediately corrected the figure by falsifying it on the receipt. Is this an acceptable behavior?
 This is an abuse of trust. You should never falsify or misrepresent documents, under any circumstances.



COMPLY

- Be proactive in preventing fraudulent behavior.
- Apply all relevant policies and procedures.
- Protect the assets and inventory of the company (facilities, equipment, etc.).
- Monitor all of the transactions and keep all supporting documents.

BE AWARE

- Absolutely inform your supervisor, the Legal Department, or the Ethics and Compliance Officer if you suspect fraud.
- Do not offer monetary refund, discount, or financial favors without following the right policy.

NEVER

- Accept to neglect the policies of the company.

CORRUPTION PREVENTION



Corruption is a benefit (gifts, hospitality, money, information, services, etc.) given to a public or private entity, in order to make them act in the desired manner. Corruption can be in the active (by the person who commits corruption) or passive form (by the person who is the subject of corruption).

Even intent alone is enough to make this a crime!

Those involved (those corrupting and those corrupted) are not the only ones liable: the company and its representatives are also liable in such cases. Furthermore corruption damages their reputation. In order to effectively prevent corruption, the following principles must be learned and applied by all employees:
No compromise with compliance.

ATU will always be on the side of ethical employees who reject every form of corruption or bribery.

COMPLY

- Conduct daily operations with openness, fairness, integrity, and in accordance with ATU's standard operating procedures.
- Inform our partners about our commitment to fighting corruption.
- In the event of suspected or attempted corruption, inform your supervisor or Ethics and Compliance Officer (see page 29)

BE AWARE

- Be aware of situations where you would feel indebted after receiving an advantage or benefit from a partner.
- Do not engage with intermediaries without sharing our anti-corruption commitments or safeguarding the latter with contractual guarantees.
- Do not accept or offer a gift or hospitality without analyzing the context. (see page 16).

NEVER

- Offer or accept bribery, gifts, hospitality, services etc. in order to be invited to tenders or obtain confidential company information.
- Accept using an intermediary designated by a client or a prospect, in order to secure an agreement.
- Approve a service or order invoice from a supplier with a lower or higher value than the actual merit, in order to provide benefits to the supplier or the other parties.
- Consider entering into business relations without checking the relevant third parties (suppliers, clients, etc.) (see our policy on third party assessment).
- Make any facilitation payments to facilitate or accelerate the grant of authorizations (see Focus "Bribery of public officials").

The only exception to the Anti-Corruption Policies:

There is a share of tolerance if the physical safety of the person or their family is under threat. If this is the case, you must immediately inform your supervisor, the Legal Department, or the Ethics and Compliance Officer.

For example:

I work in the duty-free sector at an airport. A local airport manager offers to give me a free plane ticket if I agree to hire his son. Is that acceptable?

This is a bribery attempt that constitutes crime according to the law and according to ATU. I reject the offer and I inform my supervisor or the Ethics and Compliance Officer about the matter.

CORRUPTION PREVENTION

FOCUS ON THE CORRUPTION OF PUBLIC OFFICIALS

A public official is a person entrusted with public authority, a public service mission or invested with an elective or jurisdictional mandate. However, this notion can be understood more broadly depending on the country: it can concern the head of a public company, the head of a State monopoly or even the senior executives of any company in which the State has a dominant role.

Unwavering vigilance is therefore required, especially since bribery of public officials is more severely punished and may also be subject to extraterritoriality laws such as the U.S. Foreign Corrupt Practices Act. gerekmektedir.

COMPLY

- Perform sufficient due diligence on thirdparty public officials who are particularly exposed to the risk of corruption.
- Conduct relations with public officials in accordance with the ATU's internal ethics and compliance system and local laws.
- In case of suspicion or attempt of corruption, inform your manager or the ethics and compliance officer.

BE AWARE

- Underestimating the risk of corruption of a public official because he or she is not a decision-maker, although he or she may have access to sensitive information and/or influence the final decision.
- Recruiting a former public official or one of his relatives without measuring the possible risk of corruption or influence peddling.

NEVER

- Offering a public official a bribe, gift, invitation, service, etc. to win a bid, speed up a decision, obtain information, etc.
- Accept to work with a third party proposed by a public official to be able to secure a contract.
- Considering entering into a business relationship with a third party without making the usual checks, on the grounds that they are recommended by a public official.

CORRUPTION PREVENTION

PREVENTING INFLUENCE PEDDLING

FACILITATION PAYMENTS

Making a payment to a public official, offering them a gift to guarantee or accelerate the performance of a public act that they will have to carry out anyway, is not trivial. In many countries, facilitation payments are considered a bribe and are prohibited.

It puts a company's reputation at risk and exposes it to legal risks and criminal prosecution under local and offshore laws.

For example:

I am a business development manager from another country in contact with local authorities for a duty-free business project. Winning this tender would allow us to access a very promising market. My interlocutors were in favor of our project and asked me to help them financially to "support" our project with the authorities. What should I do?

This is incitement to corruption. You must immediately inform your manager, the Legal Department and/or your Ethics and Compliance Officer.

SANCTIONS FOR BRIBERY OF PUBLIC OFFICIAL

IN TÜRKİYE

- Revocation of licence
- Ban on participation in tenders and termination of the public procurement agreement
- Administrative fines
- Imprisonment of 4 to 12 years for collaborators

IN JORDAN

- 2 years minimum imprisonment for collaborators

IN THE USA

- Combination of criminal and civil penalties
- Up to \$30 million per violation for companies
- Up to 25 years in prison and a minimum fine of approximately \$6 million for employees

Influence peddling consists of soliciting a public person or a private person in charge of a public service mission by providing them with an advantage so that they use their real or supposed influence with another person in order to obtain a favorable decision.

The intention alone can be qualified as a crime. Like corruption, it can be active (on the part of the person who solicits) or passive (on the part of the person who uses his influence). The sanctions are the same as for corruption.

COMPLY

- Prohibit any behavior that could be perceived as a form of influence peddling, in particular by respecting the rules regarding gifts and invitations.
- Share our commitment with our partners in our activities.

BE AWARE

- Be careful to avoid uncertainties in relationships with business partners.
- Do not allow your partner to think that you want to influence a decision.

NEVER

- Offering an advantage of any kind (money, gift, invitation, service, etc.) to an elected official, a member of an administration, etc., so that they influence an acquaintance with a view to a decision, a vote, etc., in favor of the ATU.
- Attempt to influence an elected official, administrator, etc., to make a decision, vote, etc., in favor of ATU by offering any kind of advantage (money, gift, invitation, service, etc.) to someone they know.
- Make a commitment, on behalf of the ATU, to finance political parties.
- Use intermediaries (business introducers) without informing the ATU's Legal Department.

For example:

I am working on the opening of a new store; the authority is delaying the delivery of the store opening permit. I know the brother of the deputy of this authority who travels a lot. I would like to ask him to speed up, with his brother, the obtaining of the permit in exchange of a parking card of the ATU. Is this acceptable?

This is an act of influence peddling punishable by law and by ATU.

PRUDENCE ABOUT GIFTS AND HOSPITALTY

Gifts and hospitality can easily be seen as attempts at bribery or corruption. For this reason, these should remain rare events. In such cases, the employees and the company may face the same risks.

ATU employees may occasionally offer or accept gifts or hospitality as a courtesy that would lead to good business relationships, however it is important to follow the rules set out in the gifts and hospitality procedure when offering and/or accepting such acts of kindness.

The practice regarding shops employees accepting gifts is regulated in the relevant article under the heading "Situations Requiring a Written Warning for Store Personnel" in the Disciplinary Regulation (ATU_YON_18), except for the Latvian operation, and is outside the scope of the Gift and Invitation Register Form.



COMPLY

- Analyze the gift or hospitality offered or accepted based on the following 4 criteria.
- Systematically declare your gifts and hospitality in your relationships with third parties, regardless of their value.
- Prefer promotional gifts or gifts having a symbolic value.
- Be informed about ATU's approach to fund transportation and accommodations for third parties that would be relevant for its operations.
- Always get your supervisor's written approval for all kinds of gifts/hospitality with a value higher than Eur 60*.

BE AWARE

- Avoid all gifts or hospitality that may lead an outside observer to question the integrity of the gift giver or the recipient.
- Avoid any gifts or hospitality that may affect the impartiality of any decision an employee should make in the interests of the ATU.

NEVER

- Accept any monetary value even under the form of loans or guarantees, movable assets, property, equipment, travels, or services provided by a third party offered free of charge to you or your family, friends, or colleagues.
- Accept gifts or hospitality which would make you feel indebted to the person giving this gift or hospitality.
- Accept gifts or hospitality at a strategically important time (ex. tender invitation).

* The total value of all gifts and hospitality (see the Policy on Gifts and Hospitality).

PRUDENCE ABOUT GIFTS AND HOSPITALTY

GIFT AND HOSPITALTY INDICATORS

4 context analysis criteria:

1. Check with the Legal Department to see if there is a specific framework in the local law.
2. Consider strategic context, if any; do not accept or offer gifts/hospitality during tender invitations, voting periods, negotiations, etc.
3. Remain in the professional level and don't get involved in private life. Examples of non-professional situations are listed below:
 - Any hospitality involving friends or family not directly associated with the project.
 - More free time in seminars and professional events than work-related time.
4. Determine whether the value of gifts/hospitality is reasonable.
 - Reciprocity test: Am I authorized to offer gifts/hospitality of the same value within the parameters of my work?
 - When addressing value, consider all of the other past gifts/hospitality (add them up yearly or quarterly - see chart below).

SUMMARY

Gifts / hospitality

Amount > 200 € per year cumulative total
Higher than 200 euros cumulative total

Prior written approval of your supervisor and Deputy General Manager / General Manager is required.

Gifts / hospitality

200 € > Amount > 60 € per year cumulative total
Higher than 60 euros cumulative total

Your supervisor's prior written approval is required via email.



Gifts / hospitality

Amount < € 60 per year cumulative total
Less than € 60 cumulative total

No approvals needed.
 The employee is required to keep his/her own gift/hospitality record during the year.

IDENTIFICATION AND RESOLUTION OF CONFLICT OF INTEREST

Conflicts of interest arise when the personal interests of an employee or a person close to them, conflict with the employee's job description or task defined by the company. The employee cannot be trusted to make impartial and professional decisions in this situation. A conflict of interest is not a crime in itself; but is mostly caused by a sensitive situation that could lead to real crimes.

A conflict of interest can occur at any time and in any situation: in relationships with an external partner, within a team, when hiring someone you know, etc.

COMPLY

- Strictly observe the interests of the company when carrying out your tasks and never base them on your personal interests.
- Know how to identify potential or actual conflicts of interests.
- Inform your supervisor or the Ethics and Compliance Officer about all actual or suspected conflicts of interest.

BE AWARE

- Be aware of your friends, family, or employees who may have business or personal relationships or even financial interests with ATU's suppliers, competitors, or customers.

NEVER

- Conceal a conflict of interest that may harm ATU or an employee.

For example:

I'm in a supplier selection process. My brother works for an applicant company. What should I do?

There may be a conflict of interest depending on my brother's work at that company and the financial consequences that the business can create, there may be a conflict of interests if your brother is salesman in this company for example. The only way to decide whether the situation is acceptable, is to discuss the situation honestly and openly with your supervisor and find a solution that would protect you and ATU.

COMPLIANCE WITH THE CODE BY PARTNERS

ATU attaches great importance to the relationships it maintains with its many partners. These relationships must be based on compliance with contractual obligations and rules of good conduct. The ATU's partners are therefore asked to implement a set of appropriate policies aimed at preventing breaches of integrity (see the chapter entitled "Fight against fraudulent behavior"). In this context, the business partner may be asked for information concerning the subjects covered by this code and it may be decided to implement remedial actions in the event of a breach (audit, termination of contract, etc.). Any breach of this code must be reported through the alert system accessible to our employees and service providers via the address <https://www.speak-hub.com/login>

COMPLY

- Ensure that the evaluation of the third party has been carried out before contracting in accordance with the procedure and operating mode in force.
- Ensure the correct application of the remediation actions decided by the ATU (questionnaire, sharing of internal Ethics and Compliance policies, contractual clauses, etc.).
- Contact the Legal Department prior to any contractualization, and in particular to negotiate the Ethics and Compliance clauses.
- Send ATU's code of conduct to the business partner at the beginning of the negotiations.

BE AWARE

- In the event of a suspected breach of this code or of the contract, inform the manager or the ATU's ethics and compliance officer in order to deal with the situation (additional information or questionnaire, audit, breach of contract, etc.).

NEVER

- Signing a contract without first evaluating the third party or consulting the Legal Department and the Ethics Officer.
- Ignore the recommendations of the Ethics Officer.

PROTECTION PERSONEL DATA AND INFORMATION

ATU's daily operations require sharing and processing a wide range of information, including company-specific data, activities, statistics, and studies. These types of information as a whole are considered valuable assets. The company would be at risk if these assets are compromised, mishandled, or mismanaged. It is vital that we protect and manage ATU's sensitive and confidential data, regardless of its type, format, or location.

ATU has developed the Company Data Protection Policy* for this purpose. All employees are responsible for systematically implementing this policy on a daily basis. All employees must engage actively to ensure compliance with the policy.

* For further information, please contact the IT department, responsible for security and risk management.

THE PROS

The security of information enables us to preserve the digital ecosystem in order to protect the ATU and all its stakeholders, as well as its image and reputation. In this context, the protection of personal data reflects the commitment to offer our stakeholders secure services that respect their rights to their data (confidentiality, privacy). Transparency, quality, integrity and security of personal data are factors of trust for responsible personal data.

SPECIAL CASE: PERSONAL DATA

All information that can be used to identify a particular individual (e.g. name and last name) or to identify a person through cross examination of various data elements (phone number, record number, registration number, etc.) is considered personal data.

Subsets of personal data are handled as sensitive personal data (such as genetic and biometric data, health information, information about membership in associations, foundations, or trade unions, race-ethnicity information, criminal convictions and security measures, data on political opinion, philosophical belief, religion, sect, or other beliefs, costume and clothing etc.).

The use of such personal data must comply with the principles of ATU (see table below).

In some countries, it also implies complying with all applicable regulations (General Data Protection Regulation - GDPR for entities located in the EEA (European Economic Area). and the Turkish Data Protection Act - KVKK Law for entities located in Turkey). In this case, for these entities, it is essential that their processing be reported in the register required by the regulations. The teams dedicated to Data Protection are your privileged contacts to help you ensure compliance with regulations.

PROTECTION PERSONEL DATA AND INFORMATION



4 PERSONAL DATA PROTECTION ATU PRINCIPLES

1 - Proportionality

Each entity may only process personal data for a specific, legal and legitimate purpose. The personal data processed must be relevant and strictly necessary in relation to the defined purpose.

2 - Limitation of retention

The retention period must be fixed according to the type of personal data processed and the defined purpose. The data must then be deleted or anonymized.

3 - Security

Each entity must guarantee the integrity, availability and confidentiality of the personal data processed. In particular, it must ensure that only authorized persons have access to personal data.

4 - Designate a point of contact

Each entity must designate a contact person for any questions related to the protection of personal data from the individuals concerned.

PENALTIES FOR FAILING TO PROTECT PERSONAL DATA

COMMON OFFENCES

- 2% of the ATU's consolidated turnover for common offences. Applies to: breach of duty by the processing manager and sub-contractor, failure to comply with obligations by the company responsible for monitoring adherence to the code of conduct.
- Failure to comply with basic principles, personal rights, or obligations during data-transfers to other countries or to international organizations: 4% of the ATU's consolidated turnover for the previous year

FOR OTHER ENTITIES

- Other sanctions may exist according to specific regulations.

PROTECTION PERSONEL DATA AND INFORMATION

PROTECTION PERSONEL DATA AND INFORMATION

COMPLY

- Provide maximum vigilance and confidentiality when working on data associated with the company, both inside and outside the company.
- Assess the confidentiality of the information contained in a given document and record its level on that document.
- Ensure that you have a secure computer connection that complies with the company's policies.
- Maintain traceability of exchanges of the most sensitive documents.
- Store and destroy documents you are working on according to confidentiality categories (protected cabinet, paper shredder machine, etc.).

Protecting personal data:

- As soon as you start a project, identify the personal data that you will work on as required by your task.
- Follow local regulations and internal rules on data protection (registration, collection...).
- Where required by law, keep a register of data processing to detect risks and implement actions to remedy them.
- When you're done with the data clean your personal storage and take them away from your environment.

BE AWARE

- Follow ATU's guideline principles and rules when working from home
- Follow ATU's regulations when you go to another location on mission.

Protecting personal data:

- If you suspect data theft or loss (e.g. on a USB), or know about it; or if the data has been altered (e.g. computer hacking) inform your IT department immediately.

NEVER

- Share any information, documents or files, including current or planned projects or studies, or any secrets and processes related to the work of any ATU affiliate in any form without reasonable justification and without appropriate protective measures.
- Share private information about projects you are currently working on or you previously worked on through social media.

Protecting personal data:

- Violate the requirements of local regulations or internal rules on personal data protection.
- Communicate personal data to persons who are not among the identified recipients.
- Keep personal data beyond the period defined in the register, in particular on a hard disk or other mobile support.
- Reuse personal data for purposes other than those originally intended.

COMPUTERS AND DATA PROTECTION

PASSWORDS Use complex passwords Refrain from using the same password in different places never disclose a password.	SAVE AND BACKUPS Save your work data in the storage environment of the company only/	UPDATES Apply the updates required by the Information Systems Department on your devices as soon as possible.
FLASH DRIVE Try to avoid using flash drives / USB sticks and never use them to store confidential data (high risk of spreading harmful software or malware), use the existing sharing platforms of the company for file transfers.	E-MAIL Report suspicious messages to the relevant department responsible for data protection and check the links and attachments before clicking on them.	DATA DOWNLOAD If you have doubt about security, consult the department in charge of data protection to check the download links.
CIRCULATION Never store your work data on your PC; always use company-provided storage options and privacy filters.	WORK / PERSONAL PURPOSE Keep your professional and personal use separate, including email, devices, storage, etc.	MALWARE Turn-off your workstation immediatel if it behaves in an unusual manner and contact IT support.

iletisim_bimproblem@atu.com.tr

* For further information, please contact the IT department, responsible for security and risk management

UPHOLDING THE PRINCIPLES OF FREE COMPETITION AND FIGHTING COLLUSIVE AND COERCIVE PRACTICES

Open, unhindered competition is a basic requirement for healthy and loyal business relations. Competition law forbids price-fixing, contract-sharing, and strategic information sharing between competitors, as well the abuse of a dominant position. It requires that economic actors competing for the same contract be treated equally.

In its relations with its business partners, ATU bases its behaviour on the principles of loyalty, transparency and non-discrimination. In purchasing, ATU applies very specific rules that regulate public contracts. Ignorance or lack of understanding of these rules exposes employees and the company to heavy penalties.

For example:

During a conference, a colleague from another Duty-Free company said that they wanted to discuss the best market practices with me. As this sounded like a useful idea, we decided to send informative emails to each other every month. Is that acceptable?

The disclosure of current or future confidential commercial information, which is not publicly available, is strictly prohibited and may result in disciplinary action. Such data include pricing strategies, costs, and company policies associated with other Duty-Free companies. Discuss the matter with the Legal Department and get their advice.

THE PROS

Fair and equitable competition in our business relationships guarantees the confidence of all our stakeholders. It is an essential element for the success and sustainable growth of the ATU and guarantees its reputation.

COMPETITION LAW SANCTIONS (FRANCE AND EUROPE)

FOR PERSONALLY LIABLE EMPLOYEES

- For the most serious cases, up to 4 years imprisonment
- 75,000 euros fine

FOR THE COMPANY

- Up to 10% of its consolidated worldwide sales
- Nullity of the agreement or of the disputed clauses
- Action for damages
- Exclusion from tendering procedures
- Loss of reputation

UPHOLDING THE PRINCIPLES OF FREE COMPETITION AND FIGHTING COLLUSIVE AND COERCIVE PRACTICES

COLLUSION

Collusion refers to practices (agreements, associations, etc.) between economic actors aimed at distorting or even preventing free competition in the procedure for awarding a public contract. The objective of all these practices is to enable a predetermined candidate to win a contract.

ATU pays particular attention to fighting collusive practices.

COMPLY

- Act fairly with our partners (suppliers, customers, businesses, etc.) by providing the same information to each.
- In case of doubt about the practices of a partner or competitor, consult your manager, the Legal Department or the Ethics and Compliance Officer in order to assess the risks that may exist and determine the appropriate course of action.
- 'Comply with the good practices presented in the note "Beware of collusive practices in the context of calls for tenders".'

BE AWARE

- Report any suspicion of unfair competition or collusive practices to your manager.
- Don't give rebates, discounts and financial advantages in any form whatsoever without following the proper procedures.

NEVER

- Exchange, directly or indirectly, strategic information with competing duty-free operators.
- Facilitate, directly or indirectly, the communication of commercially sensitive information between competing customers, business operators or suppliers.
- Participate in meetings with the client during the bidding period outside of any organized and validated hearing process for all candidates.
- Providing bids for services of convenience to win a contract.
- Holding regular informal meetings with authority officials during a bidding process.
- Agreeing among candidates on the content of bids in advance (e.g., price, geographic distribution of contracts, etc.).

PENALTIES EXCLUSION

EUROPEAN UNION

- Collusion between economic operators is prohibited by EU law. Candidates who engage in collusive practices may be excluded from tendering procedures between EU member states.

Such practices can also lead to legal proceedings.

WORLD BANK GROUP

- The exclusions prohibit the supplier from contracting with any World Bank Group (WBG) institution, any organization whose activities are funded and advised by the WBG.

These exclusions may be accompanied by financial penalties.

UPHOLDING THE PRINCIPLES OF FREE COMPETITION AND FIGHTING COLLUSIVE AND COERCIVE PRACTICES

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For example:

A local government organized a tender for the construction of a new dutyfree stores. ATU applied for the contract. An employee made an agreement with one of the other candidates that the winner would choose the other company as subcontractor. We were awarded the contract. Can we subcontract half of the work to the candidate with whom the employee has reached an agreement?

No, since the two bidders had previously agreed, this is a prohibited collusive practice.

For example:

Our consultant was involved in informal discussions about bid prices with the local authority that is leading a bidding process for a dutyfree concession. Can our company be sanctioned as a result of these discussions?

Yes, it can be considered that the final price of the ATU's offer depended on the discussions that the consultant had with this authority. This is a collusive practice contributing to unfair competition.

COERCIVE PRACTICE

A coercive practice consists of influencing the actions of a person or legal entity by harming or threatening to harm them or their property.

Sanction: These practices can be sanctioned by European or international institutions.

FOCUS ON FAVORITISM

It is constituted by the simple fact of "procuring or attempting to procure for others an unjustified advantage by an act contrary to the legislative or regulatory provisions designed to guarantee freedom of access and equality of candidates in contracts and concessions".

For example:

An employee sends a supplier A a quote from another supplier B to see if they can match the price. Is this acceptable?

No, this prevents competition and favors supplier A who, by proposing a lower estimate, is certain to obtain the order. This is an offence of favouritism.



COMPLY

- Strictly respect the rules of public procurement: equality between candidates, freedom of access and transparency of procedures.
- Put all purchases out to tender in accordance with the ATU's procedures.
- Call on the Purchasing Department for all purchases, regardless of the amount.
- Provide a precise and objective description of needs when making a purchase.



BE AWARE

- In case of non strictly professional relations with suppliers, not to take part in the procedure (in particular not to judge the applications and offers).
- Refrain from transmitting to the outgoing incumbent any information on the current call for tenders other than that transmitted to all candidates.
- To be objective in the description of the requirements and the analysis of the offers (any judgment must be traced in the offers submitted).



NEVER

- Accepting an invitation/gift offered by a supplier, candidate to a call for tender.
- Concluding a rider allowing the execution of services not provided for in the initial contract (including extension of the duration) outside the cases provided for by the public order code.
- Rejecting a candidate's offer without giving any reasons even though he was the best bidder.
- Favours a candidate by providing him with information to facilitate the preparation of his offer.
- Orienting its needs so that only one candidate is able to respond to the competition.

RESPECTING OUR EMPLOYEES, COLLEAGUES AND PARTNERS

Respecting our employees improves their well-being and contributes to our success. Moving from this principle, it is especially important to fight against discrimination and harassment. Showing the same respect to our partners improves cooperation and trust.

COMPLY

- Be mindful of your colleagues and treat them fairly.
- Create an environment that promotes mutual trust and dialog in order to better manage sensitive situations within departments.
- Inform your supervisor or the Ethics and Compliance Officer in case of harassment and/or discrimination.
- Inform our partners about the general principles of our ethical commitments and be prepared to discuss these matters with them.

BE AWARE

- Pay attention to the tips and indicators showing that your colleagues might be in an uncomfortable situation.
- Detect every situation where our partners deviate from our ethical principles and inform relevant officers.

NEVER

- Apply discrimination directly or indirectly, especially in hiring or promotion processes.
- Act in manners which could be interpreted as harassment or sexist behavior.

For example:

My department manager keeps unfairly criticizing and dispraising the work of a colleague who is doing a decent job, and as a result s/he has lost self-confidence, although s/he has been known for her/his competence in the past. What should I do?

An important part of a manager's task is to encourage and motivate their team, which also requires them to treat each co-worker objectively and fairly. The manager sets an example and is expected to treat the team members (individually and as a group) with respect and fairness. If you are aware of such an incident, please report it to your supervisor, HR representative, Ethics and Compliance Officer, or report it via the "Speakup System".

If you have witnessed or been subjected to mental and/or sexual abuse, do not keep it a secret. Please be sure to talk to your HR representative or Ethics and Compliance Officer



Compliance with procedures and ethical conduct is also needed in the fight against epidemics. In the context of social responsibility, our ethical conduct in dealing with epidemics is very clear. Follow the policies our company has published on this issue and inform your supervisor or Human Resources Department if you or your relatives are showing signs of an epidemic disease.

COPING WITH SENSITIVE SITUATION

The ATU's Speakup System and the whistleblower protection

Maintaining ATU's good reputation is vital for both its growth and performance. Each employee contributes to ATU's reputation through their discourse and behavior. Sharing problems allows ATU to take a growth-oriented approach while protecting its own interests as well the interest of its employees.

The purpose of the Speakup System procedure is to enable employees or external partners and co-contractors (in particular suppliers, customers, service providers and subcontractors) to report serious and specific malfunctions, the scope and conditions of use of which are strictly governed by laws¹, regulations and internal procedures such as the Whistleblowing Charter. Whistleblowers benefit from legal protection guaranteed by the processes put in place by the ATU (anonymity, protection against reprisals, punishment of those who violate the principles of whistleblower protection, etc.).

To whom should you talk? And how do you reach them?

If you have questions or would like to share a Code of Conduct violation incident, please contact the relevant persons:

1. The Ethics & Compliance officer; using the Speakup System, anonymously or not, which is managed by a fully independent firm.
2. Your supervisor
3. Relevant Department: Human Resources Department, Legal Department, etc.

Web:

<https://www.speak-hub.com/login>

Username: atudutyfree

Password : atu2000

Phone: 0212 401 30 95

E-mail: speakup@atu.com.tr

Ethics and Compliance ATU Code of Conduct Website:

<https://atu.com.tr/about-us/our-key-differentiators/#ethics>

Notifications to the Speakup System can also be made anonymously. Frivolous (malicious) use of the Speakup System may also be subject to disciplinary action.

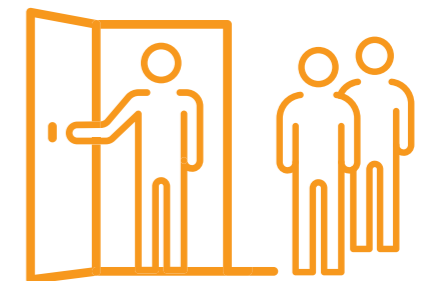
How does the ATU manage ethical alerts?

The ATU handles any alert that is brought to its attention:

- With neutrality, impartiality, objectivity and proportionality.
- By respecting the confidentiality of the identity of individuals and information and the rules of data protection (of the whistleblower, of any facilitator², of any individual at risk of reprisals in the context of their professional activities). They are protected throughout the processing of the alert and after its closure. Any breach of confidentiality by the persons in charge of processing the alerts is subject to penal sanctions.

¹Law n°2016-1691 of December 9, 2016, known as the SAPIN II Law, Law n°2017-399 of March 27, 2017 on the duty of care of parent companies and ordering companies, and Law n°2022-401 of March 21, 2022 aimed at improving the protection of whistleblowers.

²Any natural or legal person who has participated in facilitating the disclosure or reporting by a whistleblower.



COPING WITH SENSITIVE SITUATION

CORPORATE SOCIAL RESPONSIBILITY APPROACH

COMPLY

- Report breaches of laws, regulations, codes and procedures of the ATU.
- Make a precise, factual and detailed report to enable the Ethics and Compliance Officer to verify the admissibility of the alert. If not, the alert may be declared inadmissible.
- Make a report in good faith and without direct financial compensation. The use of this alert system in good faith, even if the facts subsequently prove to be inaccurate or do not give rise to any follow-up, does not expose its author to sanctions.

BE AWARE

- Remain with doubts or questions.
- Not feeling concerned about a breach:
 - A report not handled internally may lead to a report to an authority and further expose the ATU.
 - A report may come from outside the ATU and therefore damage its image.

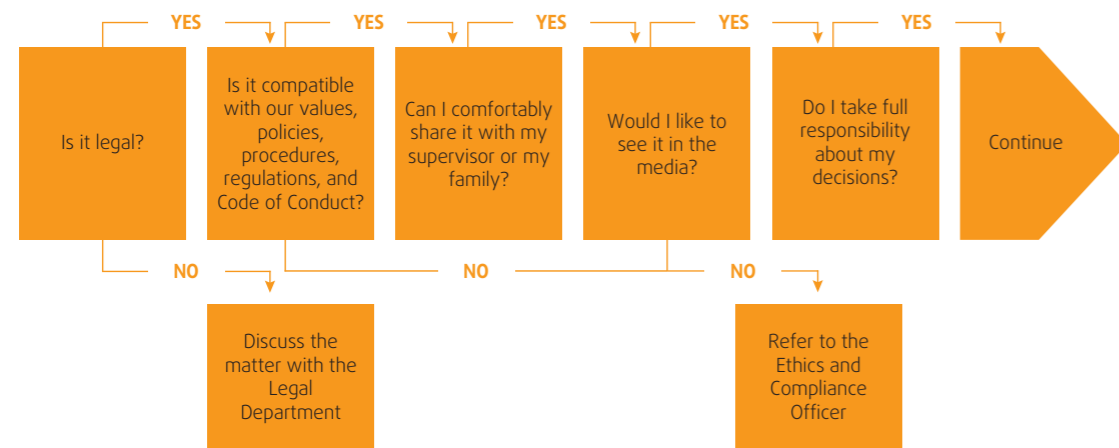
NEVER

- To report simple suppositions, rumors or personal grievances. Any misuse of this alert system may expose its author to disciplinary and/or legal measures.
- Obstructing an alert or harming its author.

PENALTIES OF SAPIN II LAW

<p>- Retaliation against a person because of his or her status as a whistleblower:</p> <ul style="list-style-type: none"> • Up to 3 years in prison and 45,000 euros fine. <p>- Abusive or dilatory proceedings against a whistleblower because of the information reported or disclosed:</p> <ul style="list-style-type: none"> • Civil fine of up to 20% of the claim for damages. • If no claim is made, up to 60,000 euros fine. 	<p>- Disclosure of confidential information relating to the identity of the authors of the alert, the persons targeted by the alert and the information collected by all the recipients of the alert:</p> <ul style="list-style-type: none"> • Up to 2 years imprisonment and a fine of 30,000 euros. <p>- Obstructing, in any way whatsoever, the transmission of an alert:</p> <ul style="list-style-type: none"> • Up to 1 year in prison and a 15,000 euro fine.
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Ask yourself the following questions:



1. ENVIRONMENTAL PROTECTION

ATU is committed to protecting the natural environment and minimizing its negative impact on the environment wherever possible. This policy allows us to conduct our business in an environmentally responsible manner and is part of the sustainable business program.

We encourage our business partners and suppliers to adopt similar principles. The objective of this policy and our related management system is to reduce the impact on the environment resulting from our operations and supply chain.



- Limiting our use of raw materials, energy, water and other goods to amounts necessary for responsible corporate governance,
- Conducting waste disposal in an appropriate manner by encouraging the reuse and recycling of materials at the end of their service life or when they are no longer needed,
- Avoiding unnecessary use of electricity and natural gas by saving energy in operating our buildings,
- Reduction of plastics and microplastics,
- Increasing the use of recycled and recyclable materials,
- Pollution prevention and proper waste disposal,

In order to fulfill these commitments, we will do the following:

- Increase environmental awareness among all our employees and the wider business environment with effective communication and support,
- Share our environmental policy with shareholders, customers, employees and other audiences concerned.

CORPORATE SOCIAL RESPONSIBILITY APPROACH

2. HUMAN RIGHTS AND THE WORKING ENVIRONMENT

ATU is committed to promoting human rights and creating an appropriate working environment, and guarantees that it is not complicit in human rights violations. We expect all our business partners and suppliers to commit to working towards complying with these Responsible Sourcing Requirements, both in their own operations and in the supply chain.



- We do not employ forced, indebted, contracted, child or involuntary workers and we fully comply with all laws related to these issues.
- We fully comply with the regulations in all our countries of operation, and we maintain our relations with our employees in accordance with these regulations and our values.
- We aim to select and hire people with the most appropriate qualifications for the job regardless of their religion, language, color, race, handicap, gender, and ethnic origin; and we do not allow any kind of discrimination based on these differences in the working environment.
- We respect and support freedom of thought. Any restriction may stem solely from our obligations of data protection and commercial confidentiality as well as each employee's responsibility to protect the company's reputation.
- We are respectful of our employees' culture and values and build relationships within the frame of mutual trust and respect.
- We guarantee a safe and healthy working environment. Our general rule is to avoid safety risks.
- We do not allow the possession and use of personal tools and materials which may endanger any kind of safety, as well as weapons, alcohol, and addictive illegal substances at workplaces.
- We are always with our employees in their health and education needs and support them.

CORPORATE SOCIAL RESPONSIBILITY APPROACH

3. ANIMAL WELFARE

ATU commits to complying with the local and national laws to protect animal welfare. Conscious of these laws, we encourage the making of reasonable efforts to take action when faced with practices contrary thereto.



4. A RESPONSIBLE AND SAFE SUPPLY CHAIN

In order to ensure the safety of the supply chain, we are attentive to taking safety measures within the framework of Occupational Health and Safety legislation from the warehouse to the transportation process. We are particularly sensitive to preventing access by unauthorized third parties at all stages of the process (e.g., storage, handling, packaging, transportation).

We expect our suppliers to contribute to the highest possible level of safety by implementing their own safety measures.

5. SOCIAL RESPONSIBILITY AND CHARITABLE CONTRIBUTIONS

We are committed to playing an effective and positive role in Social Responsibility and Charitable contribution activities and we encourage our employees to do so as well.



