

1. PURPOSE AND SCOPE

Purpose: This policy is intended to set out the procedures and principles for combatting corruption and bribery in acknowledgement of the national and international regulations to which we are subject, and the relevant policies on Code of Conduct and Ethics.

With this Policy, Aras Kargo, which is one of the pioneering postal service providers in Turkey, aims to ensure compliance with the anti-corruption and anti-bribery provisions in order to avoid financial and reputational losses, and to establish a working environment which satisfies high standards of honesty/integrity. Therefore, the mere compliance with this Policy is not sufficient, and the regulations and procedures which are defined in various methods as well as the internal directive should also be observed.

Scope: This Policy, which constitutes an integral part of Aras Kargo's Code of Conduct and Ethics, applies to Aras Kargo Yurt İçi Yurt Dışı Taşımacılık A.Ş ("Aras Kargo") and all of its affiliates over which it has control ("Affiliates") and all of its and sub-employer's personnel, directors, officers, agency employees and/ or representatives ("Employees"), advisors/consultants, service/product suppliers, contracted lawyers, and any representatives act in the name and on behalf of Aras Kargo. Aras Kargo and Affiliates and its business partners are expected to comply with this Policy.

2. DEFINITIONS

Corruption refers to the direct or indirect abuse of entrusted power for personal pecuniary and non-pecuniary gains.

Briber refers to the offering of any undue advantage, whether directly or indirectly, to any public official, or any person to be designated thereby, or any third party, in order to secure an act or omission by this person in breach of his/her duty.

The following examples and similar behaviors to those listed in these examples may be considered as bribery, provided that it is done with the aim of obtaining an improper benefit in a commercial transaction or relationship:

- Money (e.g. cash, bank transfers, interest-free or low interest loans);
- Material benefits that are contrary to the Gift and Hospitality Policy (e.g. meals/entertainment, vouchers, discounts, free admission to or tickets for events, waiver of a claim, exclusive licenses for computer programs);
- Tangible assets (e.g. valuable books, spirits, CDs);
- Social and professional advantages (e.g. arranging for an award to be granted, supporting a job application, invitation to hunting trips/parties, sports or cultural events, job offers, arranging a holiday job for children).

Facilitation Payment refers to any improper payment to any public official, in order to expedite or secure the performance of a routine or non-discretionary action which the public official is legally obliged to perform.

Anti-Bribery and Corruption Laws refers to any legislation and international treaty relating to bribery and corruption, particularly Turkish Criminal Code, Foreign Corrupt Practices Act FCPA, United Kingdom Bribery Act UKBA.

3. GENERAL PRINCIPLES

Aras Kargo aims to preserve its reputation as a reliable business partner and is committed to operating with the highest level of ethical conduct and maintaining the highest level of standards of integrity. Accordingly, Aras Kargo does not approve and in fact, absolutely disapproves unfair business practices, corruption and bribery. Aras Kargo upholds a “zero-tolerance” approach against any form of bribery and corruption.

Employees are expected to attach great importance to this matter and consider it as a part of their personal duties and responsibilities independent of their career, given that the matter not only concerns business ethics but also constitutes a legally punitive action (action requiring punishment) under the Turkish Criminal Code.

Within the scope of this Policy, the making or accepting of any payment in order to secure an unlawful or unethical advantage is definitely not permitted, even if to the benefit of Aras Kargo.

This Policy shall be deemed to have been violated even in the following cases: (i) the reaching of an agreement as to the bribe; (ii) the offering or promising of an advantage to the public official, which is rejected by the public official; (iii) the tangible value of the advantage subject to the corruption or bribery is low or the commitment has not yet been realized although offered; or (iv) the making of Facilitation Payments.

In order to eliminate the risk of Bribery and Corruption, it shall be absolutely prohibited to carry out unlawful transactions under any name such as “commission” or “consultancy” fee with the intention to conceal the actual purpose and to create the impression that the relevant transactions are lawful.

The offering and accepting of advantages such as gifts, meals, travel, tickets, hospitality., to any individual or institution, including public officials, in violation of the provisions of the Gifts and Hospitality Policy, in order to influence such persons or acquire improper benefits contrary to the Code of Conduct and Ethics and the general legal principles, shall lead to the violation of this Policy.

The inappropriate prioritizing of any person primarily including, famous or influential persons and public officials, in recruitment, promotion, assignment decisions or during tender/procurement processes, the exercise or promising of powers and responsibilities for personal and private benefit for one’s self or family or third parties, and the using of tangible/intangible means available to Aras Kargo to support political candidates/institutions are absolutely forbidden.

It is prohibited for personnel working at Aras Kargo’s Supply Chain and Investments Directorate and the employees of other departments who are directly or indirectly involved in all procurement activities to offer, give or accept any advantages from any third party involved/to be involved in the procurement process concerned. This rule is also applicable for the procurements made by the managements of Aras Kargo’s Regional and Transfer Hubs as well as all units and individuals involved in these procurement processes (All purchasing operations, third parties and all units and individuals forming/affecting the specifications are covered).

4. POWERS AND RESPONSIBILITIES

Aras Kargo undertakes, with this Policy, that it shall not disregard any active or passive conduct resulting in any form of corruption or bribery; that it shall encourage those who experience or witness such conduct to report them without any hesitation or fear; that it shall spare efforts to raise awareness and to prevent such incidents within the scope of this Policy; and that it is ready and adamant to operate all support mechanisms when such allegations or applications are at issue.

Any and all alleged violations of this Policy shall be investigated in the strictest confidentiality and solemnly, according to the procedures laid down by Aras Kargo, and the disciplinary processes shall be conducted accordingly. If any violation of this Policy is detected, the agreements of any business partner or supplier shall be terminated.

In case of any discrepancy between the Anti-Bribery and Anti-Corruption Laws and the practice defined in this Policy, the more stringent provisions in the legislation or the Policy, to the extent not contrary to the applicable legislation, shall prevail.

If you become aware of any conduct which you consider to be contrary to this Policy, Anti-Bribery and Anti-Corruption Laws or Aras Kargo's Code of Conduct and Ethics, please make a reporting via the Aras Kargo's Ethics Reporting Communication Channels as provided below.

All alleged violations of this Policy shall be handled and investigated thoroughly and as confidential. In addition, the individuals reporting any alleged violation of this Policy shall be kept anonymous, unless otherwise requested. Aras Kargo guarantees that the individuals reporting any conduct contrary to the Anti-Bribery and Anti-Corruption Laws, the Codes of Conduct and Ethics, and raising any grievance in relation thereto shall not suffer any harm therefore.

Aras Kargo Ethics Reporting Communication Channels:

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5. DOCUMENTS

PR.DNT-01: Code of Conduct and Ethics

PL.HKK.07: Gifts and Hospitality Policy