

Competition Law Compliance Policy

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1. PURPOSE AND SCOPE

The purpose of this Competition Law Compliance Policy ("the Policy"), which is an integral part of the RMK Marine Code of Ethics is to set the principles and rules for the conduct of all activities within the RMK Marine in compliance with competition law. This Policy aims to ensure that all processes and practices of RMK Marine comply with competition law and to raise awareness on competition law. This Policy is an indication of importance that RMK Marine acts in accordance with competition law while conducting its commercial activities and relations with competitors.

All employees, directors, officers of RMK Marine shall comply with this Policy. Business Partners are also expected to act in accordance with the principles of this Policy to the extent applicable to the relevant transactions.

2. DEFINITIONS

"Abuse of Dominant Position" is defined as the abuse of the dominant position by undertakings to restrict competition in the market. Examples of these practices include obstructing competitors in the market, preventing undertakings entering the market, refusing to supply goods and services, discriminatory practices, making the sale of one product conditional on the sale of another product and applying excessive pricing.

"Anti-Competitive Agreement" refers to express or implied agreements between undertakings, which may be written or oral, and cover issues such as price determination, determination of production amount, market and customer sharing.

"Business Partners" includes suppliers, distributors, dealers, authorized services and other third parties with whom the company has a business relationship and all kinds of representatives, subcontractors, consultants, etc. acting on behalf of the company, as well as their employees and representatives.

"Competition" is the contest between undertakings in markets for goods and services, which enables them to take economic decisions freely,

"Competitively Sensitive Information" refers to any information that, if shared with competitors, may distort, restrict the competition and/or cause this effect which includes, but not limited to, information on price, quantity, customers, costs, turnover, sales, purchases, capacity, product qualifications, marketing plans, risks, investments, technologies, innovation and R&D programs and other similar information.

"Concerted Practice" refers to direct or indirect relationship that provides a coordination or practical cooperation that replaces the independent behaviour of the undertakings, where there is no agreement between undertakings.

"Dominant Position" means the power of one or more undertakings in a particular market to determine economic parameters such as price, supply, the amount of production and distribution, by acting independently of their competitors and customers.

"Koç Group" means Koç Holding A.Ş., all companies controlled directly or indirectly by Koç Holding A.Ş., individually or jointly, and the Joint Ventures included in the consolidated financial report of Koç Holding A.Ş.

"**Undertaking"** is a natural and legal person who produces, markets and sells goods or services in the market, and a unit which can decide independently and constitute an economic whole.

3. GENERAL PRINCIPLES

RMK Marine employees and Business Partners are expected to carry out their business in accordance with the law in countries where they operate, RMK Marine Code of Ethics and this Policy. Acting in accordance with competition law regulations is a crucial part of the duties and jobs of all managers and employees.

RMK Marine,

- regularly monitors the compliance of its activities with the competition law.
- takes necessary actions regarding the management of competition law compliance risk.
- carries out necessary training and supervision activities to raise the awareness of employees and managers regarding competition law.

Within the framework of this Policy, RMK Marine employees, managers and Business Partners are required; not to be engaged in Anti-Competitive Agreements and Concerted Practices with competitors, not to act in line with the anti-competitive decisions of the association of undertakings, not to share information that may cause inconveniences with competitors in terms of competition law and to act carefully regarding the Abuse of Dominant Position.

Violation of this Policy may result in serious consequences, for RMK Marine managers, employees and its Business Partners, including legal, administrative and criminal sanctions depending on the legislation in the region of operation, and most importantly, this may seriously damage to the reputation of the RMK Marine.

4. APPLICATION OF THE POLICY

4.1 Rules to Be Considered in Relationships with Competitors

It is forbidden to make agreements or engage in behaviours having the nature of Concerted Practices, with a competitor company manager or employees which have as their object or effect or likely effect the prevention, distortion or restriction of competition directly or indirectly. Anti-Competitive Agreements with competitors such as allocation of customers and territories, restricting the amount of supply and bid rigging are also prohibited.

Attention should be paid to the language used in in-company correspondence and interaction with competitors and Competitively Sensitive Information must not be shared with them.

Particular attention must be taken in any contact with the employees of competitors. In meetings where competitors come together such as associations, councils, trade associations; in the case of anti-competitive speeches by others, such sharing must be immediately warned, if the speeches continue the meeting must be abandoned and this situation must be recorded. Competition Compliance Officer and/or Legal Counsel of the Company must be informed concerning what needs to be done afterwards.

The Company's Competition Compliance Officer and/or Company Legal Counsel must be consulted before responding to requests from competitors that carry the risk of violation of competition rules; it must not be kept silent and the parties should be informed in written that such requests are not compatible with competition rules, the request cannot be answered positively, and the Company cannot be a party to such an agreement.

Information regarding competitors; could be, in accordance with the law, obtained from publicly available sources such as press releases, public annual reports, official records, trade journals, speeches by company executives. If these sources which contain information about competitors in presentations, reports and similar documents prepared by the company are used; the legitimate source of this information must be clearly and explicitly stated.

4.2 Rules to Be Considered in Case of Dominant Position

RMK Marine may have a Dominant Position in the different markets in which they operate. In this case, employees carefully carry out their activities in accordance with the requirements of the Dominant Position. Although the determination of dominant position is evaluated separately for each market based on the market shares of undertakings, competitors and some specific factors, RMK Marine should avoid the following practices that can be regarded as an abuse if they are in a position that can be considered as dominant in a market in which they operate:

- Implementing pricing strategies that exclude competitors from the market or discriminate against specific customers such as offering non-objective loyalty discounts to increase the number of sales.
- Requiring the purchase of one product conditional on the purchase of another product.
- Refusal to provide goods or services without objective grounds.
- Conduct activities to prevent competing undertakings operating in the market or seeking new entry into the market.
- Providing different terms for similar acts to equal buyers.
- Imposing excessive pricing and/or offering contracts that contain unfair commercial terms.
- Signing long-term exclusivity agreements. (Time restrictions concerning this subject may vary depending on the market of the relevant service/product. The Competition Compliance Officer of the Company and/or RMK Marine Legal and Compliance Department must be consulted, prior to signing such agreements.)

4.3 Rules to Be Considered in Relationships with Customers, Dealers and Suppliers

Employees and managers of RMK Marine respects the freedom of dealers and authorized services in the sector in which they operate to set their own sales prices, profit and discount rates, and strictly avoid any actions and statements that may create the impression that this freedom is restricted. They ensure that anti-competitive activities, particularly in terms of region or customer restrictions, are not carried out within the scope of the distribution system applied, and act within the framework of agreements that comply with competition rules in its relations with suppliers.

Being aware of the fact that dealers, authorized services and suppliers are competitors of each other, it should be careful against all kinds of statements and actions that may constitute Competitively Sensitive Information, Concerted Practices or Anti-Competition Agreement between these undertakings, and necessary warnings should be made to the relevant parties to avoid such interaction.

4.4 Mergers, Acquisitions and Joint Venture Transactions of Companies

The merger of two or more companies or the change in control of a company in whole or in part (through the purchase of shares or assets), or the establishment of a joint venture may, in certain conditions, be subject to the permission of the competition authorities. The transaction that are subject to notification are completed without the authorization of competition authorities; this creates a risk that the transaction could be legally invalid and/or administrative fines are imposed. In the preliminary stages of a planned merger, acquisition or joint venture transactions by RMK Marine before signing any contract or a written commitment, Competition Compliance Officer of the Company and RMK Marine Legal and Compliance Department must be informed in order to carry out the necessary assessment.

4.5 Use of Press, Media and Other Social Communication Channels

Employees and managers of RMK Marine act very carefully in their posts in press, social media and other communication channels as a part of compliance with the Policy. In terms of exchanging Competitively Sensitive Information with competitors, these channels are places to be extremely crucial.

Undertakings should avoid, through such channels, sharing one-sided information sharing with competitors such as future price, stock and campaigns that may be qualified as Competitively Sensitive Information.

4.6 Communication with Competition Authority Officials During the On-Site Inspections

In case of an on-site competition law inspection concerning RMK Marine, it is crucial to cooperate with competent Competition Authority officials. Severe administrative and legal sanctions may be imposed in cases where the on-site inspections are hindered or complicated. The following issues should, however, be considered in order to protect the rights of RMK Marine during on-site inspections:

- Request to see the authorization documents of the officials who is in charge of the inspection and note their names, institutions and the time they came to the company.
- Immediately contact the Competition Compliance Officer and/or Legal Counsel of the company, as well as RMK Marine Legal and Compliance Department.
- Direct officials to the Compliance Officer and/or Legal Counsel of the Company or a senior executive.

If Competition Authority officials request information or ask questions by ways of phone/e-mail etc., direct immediately their call to the Competition Compliance Officer and/or Legal Counsel of the Company.

4.7 Training and Monitoring

RMK Marine is required to abide the following provisions:

- Regularly provide the necessary trainings on competition law to all employees,
- Adapt this Policy, if necessary, according to the needs of the company and to prepare the necessary procedures.

Competition Compliance Officer and/or Legal Counsel for RMK Marine:

- Reviews the content of the Company's own procedures and trainings, and monitors their completion status, in coordination with RMK Marine Legal and Compliance Department,
- Submits an annual training report to the RMK Marine Legal and Compliance Department.

5. AUTHORITY AND RESPONSABILITIES

All employees and directors of RMK Marine are responsible for complying with this Policy, implementing and supporting RMK Marine's procedures and controls in accordance with the requirements in this Policy. RMK Marine also expects and takes necessary steps to ensure that all its Business Partners to the extent applicable complies with and/or acts in line with this Policy.

If there is a discrepancy between the local regulations, applicable in the countries where RMK Marine operates, and this Policy, subject to such practice not being a violation of the relevant local laws and regulations, the stricter of the two, supersede.

If you become aware of any action you believe to be inconsistent with this Policy, the applicable law or RMK Marine Code of Ethics, you may seek guidance or report this incident to your line managers. You may alternatively report the incident to Koç Holding's Ethics Hotline via the following link: "koc.com.tr/hotline"

RMK Marine employees may consult the Legal and Compliance Department in RMK Marine for their questions related to this Policy and its application. Violation of this Policy may result in significant disciplinary actions including dismissal. If this Policy is violated by third parties, their contracts may be terminated.

6. REVISION HISTORY

This Policy takes effect on 28.09.2021 as of the date approved by the Board of Directors and is maintained by Legal and Compliance Department.

Revision	Date	Comment