

Gifts and Entertainment Policy

Table of Contents

1. PURPOSE AND SCOPE 3
2. DEFINITIONS 3
3. GENERAL PRINCIPLES 4
4. APPLICATION OF THE POLICY 5
4.1. Gifts 5
4.2. Entertainment 5
4.3. Interactions with Government Officials/PEPs 6
5. AUTHORITY AND RESPONSIBILITIES 6
6. REVISION HISTORY 7

1. PURPOSE AND SCOPE

The purpose of this Gifts and Entertainment Policy ("**the Policy**") is to set forth standards, principles and rules to be followed in order to make the right decisions when providing or accepting gifts and entertainment on behalf of RMK Marine.

All employees, directors and officers of RMK shall comply with this Policy, which is an integral part of the RMK Marine Code of Ethics. RMK Marine also expects and takes the necessary steps to ensure that all of its Business Partners –where applicable- comply with and/or act in accordance with this Policy.

2. DEFINITIONS

Please refer to RMK Marine Anti Bribery and Corruption Policy for the undefined terms used in this Policy. [1]

"Business Partner" 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.

"Cash or Cash Equivalent" includes but not limited to money in cash, gift certificates, cards, discounts, securities, gold coins or fuel coupons or similar ticket compliments with specified value.

"Entertainment" consists of meals, lodging and accommodation, travel and transportation, sporting and cultural or other social events.

"Gift" means any item of value, whether given or received directly or indirectly, such as discounts, gift cards, promotions, promise of employment, cash, loans, memberships, services, favors, presents or goods.

"Government/Public Official" broadly refers to a variety of individuals including but not limited to the following:

- Employees working at government bodies domestically or in a foreign country,
- Employees of government business enterprises (domestic or in a foreign country),
- Employees of political parties, political candidates, (domestic or in a foreign country),
- Any person who holds a legislative, administrative or judicial position, (domestic or in a foreign country),
- Judges, jury members, or other officials who work at domestic, foreign or international courts,
- Officials or representatives working at national or international parliaments;
- Arbitrators resorted to, who have been entrusted with a task within the arbitration procedure, in order to resolve a legal dispute.

[1] RMK Marine Anti Bribery and Corruption Policy.

"Koç Group" means Koç Holding A.Ş., companies which are controlled directly or indirectly, jointly or individually by Koç Holding A.Ş. and the joint venture companies listed in its latest consolidated financial report.

"Politically Exposed Persons (PEP)" [2] refers to individuals who are currently or in the past, either domestically or in a foreign country, elected or appointed to an important public function; board members, senior executives and deputy executives of international organisations and other persons holding equivalent positions; senior politicians; senior officials of political parties; senior judicial, administrative or military officials; senior executives of state-owned enterprises; and the spouses, first-degree relatives (mother, father and children) and relatives of all such persons..

3. GENERAL PRINCIPLES

Gifts and Entertainment are commonly used to build and strengthen business relationships. However, they are legitimate tools only if they meet the following criteria:

- reasonable, infrequent and of modest value,
- recorded in the books and records in an accurate and transparent manner,
- in line with accepted business practices (no intention of Bribery[3], payoffs or kickbacks),
- in accordance with applicable legislation.

Any Gift or Entertainment may only be offered or accepted in good faith, while the intention behind such act and its potential effects should be carefully considered. All employees should ensure that providing or accepting any particular Gift or Entertainment:

- does not influence, or give the impression of influencing a business decision,
- will not be detrimental to RMK Marine if public becomes aware of such act,
- does not create a conflict of interest.

All Gifts and Entertainment must comply with the above principles and the RMK Marine Anti Bribery and Corruption Policy, as well as the limits and detailed procedures set out in this Policy.

Gift or Entertainment activities (including descriptions, approval processes) must be properly documented , accurately and transparently recorded in the books and records.

In case of any doubt about the appropriateness of offering or accepting any Gift or Entertainment, employees should seek guidance from the officer or department in charge of compliance.

[2] https://www.fatf-gafi.org/documents/documents/peps-r12-r22.html
[3] Please refer to RMK Marine Anti Bribery and Corruption Policy for details.

4. APPLICATION OF THE POLICY

4.1. Gifts

RMK Marine employees may neither offer or accept Gifts in Cash or Cash Equivalents. Gifts provided in the form of a service, or other non-cash benefits such as promotions, memberships, promises of employment or other forms of favors are not permissible under this Policy.

RMK Marine sets the value limit for offering/receiving Gifts from/to a single source[4] at USD 200 or equivalent annually. Regardless of the monetary limit, Gifts that may give the impression that they cause a conflict of interest, or adversely affect fair and impartial judgement or are contrary to generally accepted business practices must be avoided. RMK Marine may prefer to set lower limits for Gifts.

When offering or accepting a Gift, if there is any doubt as to whether a Gift is considered customary and in line with business practices and this Policy, based on circumstances such as the frequency of events, the nature of the Gift or for any other reason, employees shall consult to the officer or department in charge of compliance .

It is appropriate for employees to give/accept non-valuable Gifts in the course of their business. These may include Gifts such as calendars, key rings or other promotional items, preferably bearing the company logo. Gifts that are personal or could be perceived as personal should be avoided. Examples include an engraved watch or a pen with the receipent's initials .

Employees may only accept a Gift within the limits in accordance with the General Principles set forth in this Policy. If employees are offered a gift that does not comply with this Policy, they must politely decline the Gift by returning it with a note or e-mail, referring to this Policy. RMK Marine employees, regardless of whether they accept them or not, must inform the officer or department in charge of compliance of any Gifts offered to them and/or offered to third parties.

4.2. Entertainment

Business meals and events are common practices in business life. RMK Marine and Business Partners may pay for each other's meals, travel and accommodation expenses when they are actively working on a business project or conducting business activities . In such cases, the following criteria must be met :

- There must be a legitimate business interest related to an existing or potential business relationship with the other party.
- The event must be one-off and not repeated on a regular basis.
- The event must not be excessive (the value or nature of the event is dis proportionate to the business relationship) or take place in inappropriate venues.
- The Entertainment must not compromise fair and impartial judgement or create an impression as such. .

Meals and other Entertainment that meet the above criteria may be appropriate .

[4] The definition of "Single Source" covers each related parties, including but not limited to the customers, suppliers, authorized representatives, managers or staff of the same companies

Documentation for meals and Entertainment must include full details of the attendees and the related business relationship (business purpose) as well as a description of the event and supporting documentation. The related expenses must be accurately and transparently recorded in the books and records, in the appropriate expense account associated with the business relationship.

Employees providing Entertainment are responsible for providing supporting documentation to be retained by the accounting department[5].

4.3. Interactions with Government Officials/PEPs

Interactions with Government Officials and PEPs are subject to strict regulatory requirements. Both local and international regulations prohibit giving anything of value to Government Officials or PEPs in order to obtain, retain or maintain business.

Providing Gifts or Entertainment to Government Officials and PEPs may raise Bribery concerns. Such Gifts and Entertainment must be modest, in accordance with relevant regulations and must not be perceived as a Bribe, payoff or kickback. In case of doubt, the officer or department in charge of compliance may be consulted.

5. AUTHORITY AND RESPONSIBILITIES

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

If there is a discrepancy between the local regulations, applicable in the countries where RMK Marine operates, and this Policy, the stricter of the two shall prevail, unless such practice is in violation of the relevant local laws and regulations.

If you become aware of any action that you believe is inconsistent with this Policy, the applicable law or RMK Marine Code of Ethics, you may seek guidance or report the 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 contact the Legal and Compliance Department of RMK Marine for their questions regarding 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.

[5] Or another department responsible for the same function.

6. REVISION HISTORY

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

Revision	Date	Comment
No:1	01.09.2023	The definition of Politically Exposed Person ("PEP") is updated in accordance with the applicable legislation, the process for reporting the Gifts is added and expressions that cause ambiguities are improved.
No:2	27.02.2025	The logo has been changed.