

Supply Chain Compliance Policy

Table of Contents

1. PURPOSE AND SCOPE 3
2. DEFINITIONS 3
3. GENERAL PRINCIPLES 5
4. GUIDING PRINCIPLES FOR BUSINESS PARTNERS 7
4.1. Laws and Regulations 7
4.2. Human Rights 7
4.2.1. Employment 8
4.2.2. Compliance with Labor Laws 8
4.2.3. No Harassment and Violence 8
4.2.4. Discrimination 8
4.2.5. Freedom of Organization and Collective Agreement 8
4.3. Health and Safety 8
4.4. Environment 8
4.5. Ethics 9
4.5.1. Anti-Bribery and Corruption & Anti-Money Laundering 9
4.5.2. Conflict of Interest 9
4.5.3. Reporting 9
4.6. Training and Development 9
4.7. Management Systems 10
5. AUTHORITY AND RESPONSIBILITIES 10
6. REVISION HISTORY 10

1. PURPOSE AND SCOPE

The purpose of this Supply Chain Compliance Policy (the "**Policy**") is to communicate the principles and values of RMK Marine to our Business Partners and provide them with the necessary guidance on the standards we expect them to meet.

This Policy is also intended to provide guidance to RMK Marine in their processes for selecting and monitoring Business Partners.

All employees, directors, and officers of RMK Marine shall comply with this Policy, which is an integral part of the RMK Marine Code of Ethics. RMK Marine is expected to take the necessary steps to ensure that all of its Business Partners are aware of and act in accordance with this Policy.

2. DEFINITIONS

"Bribery" refers to giving, offering, promising or proposing anything of value with the aim of obtaining Improper Advantage over, or Corruptly Influencing a business transaction or relationship. Forms of value covers any form of benefit including but not limited to money, gifts, entertainment that:

- affect or may affect impartiality, performance and ability to make decisions,
- may be reputation wise detrimental if it became public,
- would be a breach of the applicable legislation,
- can be perceived as bribery, or
- may correspond to a privileged treatment for carrying out a certain task.

"**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.

"Corruption" means "the abuse of entrusted power for private gain.

"Export Control Regulations" means the laws and regulations that regulate and restrict the import, export and re-export of technologies, information, goods and services for reasons of commerce, foreign policy and national security.

"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.

"Human Rights" are rights inherent to all human beings, regardless of gender, race, color, religion, language, age, nationality, difference of thought, national or social origin, and wealth. This includes the right to an equal, free and dignified life, among other human rights.

"**ILO**" means The International Labor Organization

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

"Laundering the Proceeds of Crime"means the activities that involve taking criminal proceeds and disguising their illegal source in anticipation of ultimately using such criminal proceeds to perform legal and illegal activities.

"Politically Exposed Person (PEP)" 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..[1]

"Sanctions" are restrictions on financial or commercial transactions imposed by one or more countries or organizations and intended to target another country, region, sector, organization or individual.

"**Sanctions Target**" means;

- Any individual, entity, vessel or government which is a designated target of Sanctions (collectively, "**Listed Persons**") (*e.g.*, SDNs);
- Companies owned 50% or more, directly or indirectly, by a Listed Person;
- Individuals or companies that are resident, incorporated, registered or located in countries or territories such as Crimea, Donetsk, Luhansk and Sevastopol Regions of Ukraine, Cuba, Iran, North Korea and Syria that are subject to a comprehensive country or territory-wide Embargo as of the approval/revision date of this Policy (i.e., the "**Embargoed Countries**"), and
- Persons or companies owned or controlled by, or operating as agents of, the governments of Embargoed Countries or the Government of Venezuela.

[1] https://www.fatf-gafi.org/documents/documents/peps-r12-r22.html

"The UN" means the United Nations.

"The UN Global Compact" is a global pact initiated by the United Nations, to encourage businesses worldwide to adopt sustainable and socially responsible policies, and to report on their implementation. The UN Global Compact is a principle-based framework for businesses, stating ten principles in the areas of human rights, labor, the environment and anti-corruption.

"The UN Guiding Principles on Business and Human Rights" [2] is a set of guidelines for states and companies to prevent, address and remedy human rights abuses committed in business operations.

"**The Universal Declaration of Human Rights (UDHR)"** [3] is a milestone document in the history of human rights, proclaimed by the United Nations General Assembly in Paris on 10 December 1948 as a common standard of achievements for all peoples and all nations. It sets out, for the first time, fundamental human rights to be universally protected.

"The ILO Declaration on Fundamental Principles and Rights at Work" [4] is an ILO declaration adopted in 1998 that commits all member states whether or not they have ratified the relevant Conventions, to respect, and promote the following four categories of principles and rights in good faith: freedom of association and effective recognition of collective bargaining, elimination of all forms of forced or compulsory labor, abolition of child labor, elimination of discrimination in employment and occupation.

3. GENERAL PRINCIPLES

RMK Marine selects its Business Partners based on factors such as technical competence, product and service quality, pricing, corporate reputation and financial soundness etc. RMK Marine also applies a risk-based approach to assess the compliance-related risks associated with its Business Partners in order to ensure compliance with the principles outlined in this Policy. Within the framework of this approach, the following points are considered:

- Taking necessary measures to effectively manage the risks associated with Sanctions and Export Control Regulations,[5]
- Conduct Due Diligence[6] on Business Partners using a screening tool by taking all necessary commitments in accordance with all the legislation on the protection of personal data in force in the countries where the relevant RMK Marine operates, before and during the course of the business relationship to ensure that they are not directly or indirectly Sanctions Targets, and to verify that there is no negative intelligence on Bribery, Corruption, Laundering

[2] https://www.ohchr.org/Documents/Publications/GuidingPrinciplesBusinessHR_EN.pdf
[3] https://www.un.org/en/universal-declaration-human-rights/
[4] https://www.ilo.org/declaration/lang--en/index.htm
[5] Please refer to RMK Marine Sanctions and Export Controls Policy for details.
[6] During this work, it is necessary to fulfil disclosure obligations in accordance with all relevant local personal data protection regulations in the countries where the relevant RMK Marine operates, obtain explicit consent and any other necessary commitments from persons acting on behalf of and for the account of the Business Partners.

the Proceeds of Crime and financing of terrorism and weapons of mass destruction, human rights violations, etc., and to identify any other potential compliance risks,

- Auditing the Business Partners, when necessary, to determine whether they comply with the RMK Marine Code of Ethics, in particular applicable legislations, contractual obligations and the Guiding Principles for Business Partners ("Principles") detailed below,
- Providing necessary training to Business Partners to ensure compliance with expected standards, if required.

Business Partner Onboarding Process

As a first-line role[7], the business units, before establishing a business relationship with a new Business Partner, are responsible for identifying potential risks associated with Sanctions and Export Control Regulations, ensuring that the relevant party is not a Sanctions Target, and perform intelligence ("Due Diligence")[8] through a screening tool by taking all necessary commitments in accordance with all the legislation on the protection of personal data in force in the countries where the relevant RMK Marine operates, in order to identify compliance and other reputational risks such as Bribery, Corruption, Laundering the Proceeds of Crime, financing of terrorism and weapons of mass destruction, human rights violations, etc. and assessing whether the relevant parties comply with the Guiding Principles for Business Partners[9]. In addition, it should be confirmed whether the relevant Business Partner is a Public Official or a PEP by conducting internet, media and other database searches.

Due Diligence is carried out by the business units under the coordination of the officer or department in charge of compliance as a second line role[10] and is monitored regularly. In the event that the Due Diligence contains a warning sign regarding any compliance risk or it is determined that the Business Partner is a Public Official or a PEP, the officer or department in charge of compliance must be informed immediately. The officer or department in charge of compliance may decide to stop the transaction or conduct Enhanced Due Diligence ("EDD"). In this case, the General Manager is informed about the compliance risks identified and the possible impact of these risks on the relevant RMK Marine and the measures suggested to be taken in case of establishing, terminating or continuing a business relationship. The General Manager shall make the decision to establish, continue or terminate the business relationship taking into account the assessments and recommendations of the relevant EDD report. Decisions taken with the approval of the General Manager shall be regularly reported to RMK Marine Legal and Compliance Department by the officer or department in charge of compliance, and the entire process shall be subject to internal

[7] First line roles refer to the business units responsible for the delivery of products and/or services to customers. Each first-line employee involved in these processes, which can also be referred to as operational issues, is responsible for their own self-assessments.

[8] Please refer to RMK Marine Sanctions and Export Controls Policy for details.

[9] Please refer to the "4. Guiding Principles for Business Partners" section of this Policy for details.

[10] The Compliance Function, which is called the second line and is closely linked to the processes in the first line, provides support to the first line in managing compliance risks and coordinates the business units. In addition to continuous monitoring activities, it also proposes action plans to prevent the occurrence/recurrence of risks and supports the first line by ensuring follow-up.

audit[11], if deemed necessary.

At the stage of signing a contract with a Business Partner, RMK Marine shall ensure that the relevant persons are informed about this Policy. Furthermore, RMK Marine reserves the right to terminate the contract or apply other penalties in the event of a violation of the Policy. Clauses such as the obligation to comply with this Policy, the Principles and RMK Marine 's audit right over the relevant party are included in the relevant contracts.

4. GUIDING PRINCIPLES FOR BUSINESS PARTNERS

RMK Marine's Guiding Principles for Business Partners ("Principles") are established as a part of this Policy and RMK Marine's Compliance Program and are prepared in accordance with the UN Global Compact. All Business Partners of RMK Marine are expected to comply with these principles.

4.1. Laws and Regulations

Business Partners of RMK Marine are expected to act in compliance with all laws, rules and regulations applicable to their business and industry, including competition, the prevention of Laundering the Proceeds of Crime and the financing of terrorism and weapons of mass destruction, data privacy, anti-bribery and anti-corruption laws.

4.2. Anti-Bribery and Corruption & Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction

Business Partners are expected to comply with applicable laws regarding the anti-bribery and corruption, Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction, while conducting business on behalf of RMK Marine. Any form of bribery and the giving or receiving of anything of value, directly or indirectly, to gain an improper advantage and influence the objective decision-making processes is unacceptable. Any activity that may lead to prevention of laundering of the proceeds of crime and financing of terrorism and weapons of mass destruction, with or without malicious intent, is unacceptable and illegal.

All transactions must be accurately and transparently recorded in the books and records with sufficient descriptions

4.2. Human Rights

Business Partners are expected to conduct their business activities in accordance with the RMK Marine Human Rights Policy.

[11] As a third line role, internal audit aims to provide independent and objective assurance and advice on the dequacy/effectiveness of governance and risk management based on retrospective findings.

4.2.1. Employment

Business Partners of RMK Marine shall ensure that their operations are not associated with child labour, forced labour or labour abuse.

In addition, in accordance with the conventions and recommendations of the ILO, the Universal Declaration of Human Rights, and the UN Global Compact, RMK Marine expects its Business Partners to have a zero tolerance policy towards slavery and human trafficking.

4.2.2. Compliance with Labor Laws

Business Partners are expected to comply with the labour laws of the countries in which they operate.

Wages shall be set competitively in accordance with the relevant sectors, the local labour market and, where applicable, collective bargaining agreements. All compensation, including social benefits shall be paid in accordance with the applicable laws and regulations.

4.2.3. No Harassment or Violence

Business Partners are expected to provide a workplace free from violence, harassment and other unsafe or disturbing conditions resulting from internal or external threats. Any form of physical, verbal, sexual or psychological harassment, bullying, abuse or threat will not be tolerated.

4.2.4. Discrimination

Business Partners are expected to provide a work environment where any form of discrimination is not tolerated; where employees are treated fairly and where there is zero tolerance of discrimination, (based on race, gender, colour, national or social origin, ethnicity, religion, age, disability, sexual orientation or political opinion).

4.2.5. Freedom of Organization and Collective Bargaining

Business Partners are expected to respect the right and freedom of choice of their employees to join trade unions and to bargain collectively without fear of retaliation.

4.3. Health and Safety

Business Partners are expected to provide a safe and healthy working environment, to comply with all relevant laws and regulations and to implement all necessary safety measures for all work areas. Business Partners must take immediate action when unsafe conditions or behaviours occur and minimise the risk of injuries and accidents.

4.4. Environment

RMK Marine expects its Business Partners to make every effort to protect and preserve the environment. In this regard, RMK Marine encourages its Business Partners to:

— Comply with all applicable environmental laws and regulations including RMK Marine's Health Safety and Environment Management System Procedure.
— Continuously improve their environmental performance and resource efficiency.
— Reduce their environmental impact to address greenhouse gas emissions and energy consumption, water management, waste management, pollution prevention and protection of biodiversity.
— Have effective monitoring systems and procedures for industrial accidents and other emergency situations.
— Encourage their Business Partners and third parties to improve their environmental performance.

4.5. Compliance with the Code of Ethics and International Conventions

RMK Marine expects its Business Partners to conduct their business with fairness, integrity and in accordance with the law and the RMK Marine Code of Ethics.

RMK Marine expects its Business Partners to conduct their business in accordance with the laws, international conventions to which the Republic of Türkiye is a party, the United Nations Declaration of Human Rights, the United Nations Global Compact and to act within the framework of fairness, accuracy, honesty, responsibility, trust, accountability, openness and respect.

4.6. Conflict of Interest

Business Partners shall not enter into personal transactions with RMK Marine employees that could lead to an actual or perceived conflict of interest and damage RMK Marine's reputation.

Persons, organizations and RMK Marine employees who have or are likely to have a close relationship (such as kinship, friendship or similar) between Business Partners or other persons and organizations that may have a business relationship with RMK Marine, and RMK Marine employees who give business to these persons and organizations, approve their business or take decisions regarding them, are obliged to inform the officer or department in charge of compliance about the situation.

Before establishing any direct or indirect business relationship between a former RMK Marine employee and a RMK Marine, the department that will establish a business relationship shall inform the officer or department in charge of compliance and the necessary approval process is carried out within the scope of the related RMK Marine's internal procedures.

4.7. Reporting

Business Partners are expected to provide effective lines of communication for reporting violations and taking the necessary action in a timely manner. Business Partners and their employees should be able to report their concerns without any fear of retaliation or retribution. Employees of Business Partners may report their concerns directly to the Koç Holding Ethics Hotline.

4.8. Training and Development

RMK Marine encourages its Business Partners to provide their employees with training programs and tools to enhance their skills and capabilities.

4.9. Management Systems

Business Partners are expected to establish and maintain appropriate management systems in order to ensure that they operate in accordance with laws, regulations and the principles set forth in this document.

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, the stricter of the two, supersede.

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 manager. Alternatively, you may 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.

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 the Legal and Compliance Department.

Revision	Date	Comment
No:1	01.09.2023	Missing expressions are added to the Definitions, the expressions that cause ambiguities are improved, referrals the Prevention of Laundering of the Proceeds of Crime and Financing of Terrorism and Weapons of Mass Destruction are added.
No:2	27.02 2025	The logo has been changed.