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OPET

**GIFTS AND ENTERTAINMENT
POLICY**

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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 Opet.

All employees and managers of Opet shall comply with this Policy, which is an integral part of the Opet Code of Ethics. Opet 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.

This policy has been prepared in accordance with the Code of Ethics and Values of Opet's Principal Shareholders.

2. Definitions

*Please refer to Opet Anti Bribery and Corruption Policy for the undefined terms used in this Policy.*¹

“**Business Partner**” includes suppliers, distributors, retailers, 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, precious metals (e.g., gold, silver or jewelry) 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 or benefit, 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 or government business enterprises domestically 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, to resolve a legal dispute.

“**Opet**” means all companies controlled solely or jointly by Opet Petrolcülük A.Ş. and Opet Petrolcülük A.Ş., either directly or indirectly by holding 50% or more than 50% of their shares.

“**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.

“**Principal Shareholders**” refers to Türkiye Petrol Rafinerileri A.Ş. and Öztürk Yatırım ve Turizm A.Ş.

¹ Please refer to Opet Anti Bribery and Corruption Policy for details.

² <https://www.fatf-gafi.org/documents/documents/peps-r12-r22.html>

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,
- in accordance with the customs and traditions of the country in which we operate,
- recorded in books and records in an accurate and transparent manner,
- in line with accepted business practices (no intention of Bribery³, or Improper Advantage, payoffs/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 Opet if public becomes aware of such act,
- does not create conflict of interest,
- regarding accepted gifts, the employee who accepts the gift must inform their supervisor, who is at least at the leader level, about the giver of the gift and the nature of the gift,
- regarding the gifts given, the employee who gives the gift must inform their supervisor, who is at least at the leader level, about the recipient of the gift and the nature of the gift.

All Gifts and Entertainment must comply with the above principles and Opet 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 books and records.

In case of any doubt about the appropriateness of offering or accepting any Gift or Entertainment, employees should seek guidance from Opet Legal and Compliance Leadership and inform Opet Internal Audit Leadership.

4. Application of the Policy

4.1. Gifts

Opet employees may neither offer or accept Gifts in Cash or Cash Equivalents, service, or other non-cash benefits such as promotions, memberships, promises of employment or other forms of favors.

Opet sets the value limit for offering/receiving Gifts from/to a single source⁴ 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 or are not in accordance with the customs and traditions of the relevant country must be avoided.

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 Opet Legal and Compliance Leadership and Opet Internal Audit Leadership.

³ Please refer to Opet Anti Bribery and Corruption Policy for details.

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.

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 recipient'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. Opet employees, regardless of whether they accept them or not, must inform Opet Legal and Compliance Leadership 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. Opet and its 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 of an acceptable frequency and scale.
- The event must not be excessive (the value or nature of the event is disproportionate to the business relationship) or take place in inappropriate venues.
- Entertainment must not compromise fair and impartial judgement or create an impression as such.

In cases where entertainment involves only meal expenses, actions must be taken in accordance with the "Opet Petrolcülük A.Ş. Travel and Expense Guideline." However, in situations where the travel or accommodation costs of the hosted party will be covered, the employee who will provide or accept the entertainment must obtain prior approval from their supervisor, who holds at least a leader-level seniority.

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 Opet Accounting and Administrative Affairs Leadership⁵.

4.3. Interactions with Public Officials and PEPs

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

Providing Gifts or Entertainment to Public Officials and PEPs may raise Bribery concerns. Accordingly, such Gifts and Entertainment must be modest, in accordance with relevant regulations and no Gift and Entertainment that may be perceived as Bribery or an Improper Advantage should be offered or accepted.

In case of doubt, Opet Legal and Compliance Leadership may be consulted.

⁵ For detailed information, please refer to Opet Petrolcülük A.Ş. Travel and Expense Guideline.

5. Authority and Responsibilities

All employees and managers of Opet are responsible for complying with this Policy, implementing and supporting the relevant Opet's procedures and controls in accordance with the requirements of this Policy. Opet 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 Opet 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 Opet Code of Ethics, you may seek guidance or report the incident to your line managers. Alternatively, you may report the incident to Koç Holding's Ethics Hotline, which is managed by independents service providers and operates 24/7, by calling 0850-577-1926 and 0850-220-3845⁶, or via the web-based reporting system at: "koc.com.tr/hotline"

Violation of this Policy may result in significant disciplinary actions including dismissal. If this Policy is violated by third parties that are expected to act in compliance with this Policy, their contracts may be terminated.

6. Revision History

This Policy entered into force with the Board of Directors' Resolution dated 15.04.2022, and Opet Legal and Compliance Leadership is responsible for updating the Policy.

Revision	Date	Comment
No:1	10.06.2024	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. The name of the Legal and Compliance Group Directorate has been revised.
No:2	12.05.2026	Unit names have been revised.

⁶ Information on phone numbers, the countries covered, and the languages in which services are provided is available at 'koc.com.tr/ihbarbildirim'.