

TÜRK TELEKOM

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

PURPOSE

With this policy, it is aimed to;

- Plainly and clearly disclose the approach and commitments of Türk Telekomünikasyon A.Ş., TT Mobil İletişim Hizmetleri A.Ş. and TNET A.Ş. (“will be referred as **Türk Telekom Group Companies**”.) on bribery and corruption,
- Detect the possible actions which may be considered within the scope of bribery and corruption and establishing rules and responsibilities for prevention of them,
- Increase the employees’ awareness on this issue,
- Protect the integrity and reputation of Türk Telekom Group Companies by ensuring utmost compliance to national and international regulations.

SCOPE

This policy covers the Members of Board of Directors of Türk Telekom Group Companies and all of their managers and employees working at any levels.

Türk Telekom Group Companies also expect its suppliers and business partners to comply with this Policy, and to encourage their employees to do so. Therefore, provisions stating to comply with this Policy are included in the contracts made with Türk Telekom Group Companies’ suppliers and business partners.

BASIC PRINCIPLES

Türk Telekom Group Companies comply with legal regulations on bribery and corruption in all countries where they operate and are represented.

Türk Telekom Group Companies act with a “zero tolerance” approach against bribery and corruption and are committed to conduct their activities in a fair, honest, legal manner and in compliance with ethics rules. They are against all kinds of bribery and corruption. It is strictly forbidden to accept or give bribe regardless of its purpose.

RISK AREAS FOR BRIBERY AND CORRUPTION

Bribery is somehow gaining benefit for doing or not doing a job in defiance of the requirements of a duty, receiving payment or advantage directly or indirectly with a view to affect decisions and implementations.

Corruption is the misuse of the authority acquired with the performed task through demanding and offering, promising, giving or accepting bribery or all other kinds of illegal advantage such as cash, gifts, all kinds of material and non-material benefits which can be measured by money, in defiance of the requirements of the duty or directly/indirectly outside of the normal work flow.

Türk Telekom Group Companies have- identified the main areas of risk pertaining to bribery and corruption actions as;

- Receiving gifts, organizing or attending an event and making or accepting donations,
- Facilitating payments,
- Relations with the suppliers and business partners,
- Representation and entertainment,
- Sponsorship,
- Political activities,
- Accuracy of the records.

a) Receiving gifts, Organizing or attending an Event and Making or Accepting Donations

Issues on receiving gifts, organizing or attending an event and making or accepting donations are included in detail in Türk Telekom Business Ethics Code.

The employees of Türk Telekom Group Companies;

- Cannot accept and offer a gift presented with the purpose of harming their independence in their relations with civil servants, clients, suppliers and other business partners.
- Cannot offer and accept gifts in situations which may cause conflict of interest or which may be perceived in this way.

The employees of Türk Telekom Group Companies;

- Can accept gifts which are promotional, based on hospitality, social relations or in the normal flow of commercial life, not against this policy, with the limit of USD 50 equivalent as designated in the Ethics Code and will not cause conflict of interest, on condition that they inform the manager they report.
- Gifts above the limit of USD 50 equivalent in total and above USD 600 equivalent annually are sent back with the note *"It is not in Compliance with Principles of Accepting/Offering Gifts"*. If the presenter of the gift does not accept return or if the return of the gift may harm the ongoing relation, these gifts are transferred to the Internal Communication unit to be used for donations and rewarding.

For the purposes of business;

- Gifts not exceeding USD 50 equivalent can be presented on condition that affiliated manager is informed,
- Gifts up to USD 600 equivalent can be presented with the approval of Director or Regional Manager,
- Gifts exceeding USD 600 equivalent can be presented with the approval of Türk Telekom Business Ethics Board.

Related Directorate and Regional Managers are liable to submit a report, which includes the quantity, amount and rationale of the gifts presented every three months to the Business Ethics Board.

Aids or donations to an institution by Türk Telekom Group Companies can be done by Assistant General Manager/Head and General Manager/CEO level executives with the approval of their top manager.

b) Facilitating Payments

Facilitating payments are the payments made in order to secure or expedite routine procedures (receiving permits, licenses, tender procedures etc.) in public institutions and organizations.

Türk Telekom Group Companies do not allow its employees and third parties doing business on behalf of Türk Telekom Group Companies to offer facilitating payments with a view to secure or accelerate a routine procedure or process regardless of the amount or to accept such payments regarding the services provided by our Company.

c) Suppliers and Business Partners

Points to consider in the relations with suppliers and business partners are described in Türk Telekom Business Ethics Code in details. Türk Telekom Group Companies carry out their business processes with suppliers and business partners in accordance with transparent and objective criteria.

Third parties acting on behalf of Türk Telekom Group Companies must comply with legal regulations, and Türk Telekom's Business Ethics Code and Anti-Bribery and Anti-Corruption Policy.

Accordingly;

- The employees who manage, monitor or supervise the business relations of Türk Telekom Group Companies with suppliers and business partners (dealers, agencies, contractors etc.) are responsible for knowing, understanding, precisely implementing the rules stipulated in this Policy, including the Türk Telekom Business Ethics Code, and for explaining these rules to the employees of suppliers and business partners.
- Compliance with this policy will be checked during inspections and visits to suppliers and business partners.
- Group Companies conduct due diligence before entering into a joint venture and/or in evaluating the potential contractors and suppliers. Necessary research and assessments must be conducted before embarking a business relation with suppliers and business partners. The firms with negative references in terms of bribery and corruption cannot be worked with, even if they meet the other criteria. It is ensured that they do not gain unethical or illegal benefits, together with the criteria like experience, financial performance and technical competence.
- Except for the cases where it is explicitly stated in the purchasing or training contracts with suppliers and business partners, a trip for which the travel or accommodation expenses of the employees or outsourced personnel will be paid by the supplier cannot be requested. In the event that the budget for a trip or training organized by any supplier is approved by Procurement and Academy units of Türk Telekom Group Companies, all expenses should be covered by Türk Telekom Group Companies.

d) Travel and Entertainment

Türk Telekom Group Companies conduct travel and entertainment activities in order to improve their commercial relations. Travel and entertainment may include social activities, accommodation, dinner invitations, training, symposium, conference and seminar etc. It is essential to make sure these activities are reasonable.

e) Sponsorship

All corporate support and sponsorship requests are conveyed to the unit responsible for procurement. Requests, which are investigated in an objective way by the unit and have positive results are submitted to the Board of Directors or the approval authority granted by the Board of Directors and sponsorship support is provided.

f) Political Activities

Türk Telekom Group Companies do not participate directly or indirectly in the election campaigns of political candidates or other political campaigns institutionally. They do not provide political aid or donation in any way.

Employees cannot be involved in demonstrations, propaganda and similar activities within the boundaries of their workplaces and they cannot use the sources of Türk Telekom Group Companies and their positions for activities with political purposes.

g) Accuracy of Records

Türk Telekom Group Companies record and keep all kinds of accounting transactions, accounts, invoices and documents in a complete, precise, transparent and accurate manner in accordance with the current legal regulations. They do not falsify the accounting or other commercial records of a transaction and documents related to these records.

Accordingly, Türk Telekom Group Companies;

- Establish internal control systems to prevent unregistered transactions,
- Provide reasonable assurance that these controls are carried out with proper authorization,
- The financial statements are prepared in line with generally accepted accounting principles,
- Their reality is not distorted in the reporting.

IMPLEMENTATION PRINCIPLES

Türk Telekom Business Ethics Code and other relevant principles/procedures are an integral part of this Policy.

a) Investigation and Research

Claims and notifications regarding the violation of the Anti-Bribery and Anti-Corruption Policy are considered within the scope of ethical violation and are finalized by examinations in accordance with the procedures and principles in Türk Telekom Business Ethics Code.

b) Violation Notifications

Applications regarding the violations are made to;

- “etik@turktelekom.com.tr” e-mail address internally or outside of the company,
- The Business Ethics unit (Mailing Address: Türk Telekom Genel Müdürlüğü, Turgut Özal Bulvarı 2, No:4 Kule Binası 25.Kat 06103 Aydınlıkevler, Altındağ / Ankara),
- Internal Audit Department (Mailing Address: Türk Telekom Genel Müdürlüğü, Turgut Özal Bulvarı 2, No:4 Kule Binası 16.Kat 06103 Aydınlıkevler, Altındağ / Ankara)

Applications made to other units and managers of the company are sent to the contact addresses mentioned above.

It is essential that the identities of the notifiers are kept strictly confidential upon their request and any damage due to the complaint or notice they make is prevented.

Business partners are also expected to provide regular reminders to their employees about violation reporting channels and to encourage them to notify in case of such situations. This issue is also guaranteed by the contracts.

c) Duties and Responsibilities

Our Board Members and all managers are expected to comply with this Policy and show the necessary effort and leadership for the employees to comply with the Policy.

Board of Directors is responsible for;

- the approval and enforcement of this Policy and the approval of the updated Policy when necessary.

Audit Committee is responsible for;

- the supervision of Policy-related practices and the review of reports submitted by the Internal Audit Department.

General Manager/CEO is responsible for;

- the implementation of this Policy,
- instructing the relevant units and managers on preventive and regulatory activities regarding bribery and corruption,
- submitting the needed policy updates to the Board of Directors.

Internal Audit Department is responsible for;

- the activities of building the Policy and revising it once a year together with the Human Resources Department and Legal and Regulation Department,
- systematically reviewing the risks that are related to bribery and corruption and performing the necessary audit work,
- officiating the duties regarding bribery and corruption to be assigned by the Audit Committee,
- making the necessary evaluations and investigations regarding the issues conveyed to it about the violation of this Policy's provisions,
- including anti-bribery and anti-corruption activities in its quarterly reports submitted to the Audit Committee.

Human Resources Assistant General Manager is responsible for;

- building and publishing the Policy, communicating it to the employees and reviewing it once a year,
- providing training for the employees on the Policy, preparing the report which includes issues like the frequency of provided trainings, number of trained personnel etc. once a year and submitting it to the General Manager/CEO.

Legal and Regulation Assistant General Manager is responsible for;

- conducting the activities of building and updating the Policy together with Internal Audit Department and Human Resources Department,
- adding regulations which will ensure compliance to this policy to the contracts to be made with suppliers and business partners,
- filing a complaint/criminal complaint to the Public Prosecution Offices about violations that should be referred to judicial authorities.

Türk Telekom Business Ethics Board is responsible for;

- ensuring that the applications are examined/investigated in a timely, fair and sensitive manner by also taking measures to ensure the confidentiality and security of those who notify policy violations,

- discussing and concluding the examination/investigation reports in accordance with the Practice Principles in the Türk Telekom Business Ethics Code,
- Is responsible to make sure necessary measures are taken to correct the violation and ensure compliance with the policy, in the event that a violation is detected.

The Employees of Türk Telekom Group Companies are responsible for;

- complying with this Policy approved by the Board of Directors,
- completing the assigned classes/e-trainings in order to understand and internalize the Bribery and Corruption Policy.
- reporting the behaviors against the Policy to the violation notification channels.

d) Enforcements for Violations

Violations of the Policy result in disciplinary penalties and legal enforcement. If wrongful acts are detected and the enforcements included in the disciplinary provisions are applied. A criminal complaint is filed to the Public Prosecution Offices about the bribery and corruption, which should be referred to the judicial authorities.

In case of a situation which is against the Policy, it is essential to apply the sanctions specified in the contract made with the supplier and business partners and, if necessary, not to continue the business relationship.

It is ensured that the employees are not punished and suffered any harm for refusing to take/give bribe.

e) Training Activities

- All employees must complete the assigned training/e-training in order to understand and internalize this Policy.
- All newly recruited employees must complete the training/e-training on Anti-Bribery and Anti-Corruption Policy.
- Additional trainings are provided for those working in high-risk assignments.

f) Entry into effect and Validity

This Policy enters into effect on the dates it is accepted by the Board of Directors of Türk Telekom Group Companies and becomes valid as of the dates it is announced to the employees and related people.

This Policy is published on the Türk Telekom Investor Relations website in two languages, Turkish and English, in an accessible way for customers, suppliers, business partners, investors and other stakeholders.