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ÖZALTIN HOLDING A.Ş.

GIFTS AND HOSPITALITY POLICY

1. PURPOSE AND SCOPE

The purpose of this Gifts and Hospitality Policy (“Policy”) is to establish the rules and standards that must be followed when acting on behalf of Özaltın Holding A.Ş. and its group companies (“Company”), including the acceptance or giving of gifts, hosting guests, accepting hospitality invitations, and similar activities.

All employees and executives of the Company are obligated to act in accordance with this Policy, which is an integral part of the Company’s Code of Ethical Conduct available at¹. The Company expects all Business Partners to act in accordance with this Policy to the extent applicable to the relevant party and/or transaction, and takes the necessary steps to ensure compliance.

2. DEFINITIONS

For terms used in this Policy but not defined herein, please refer to the Company’s Anti-Bribery and Anti-Corruption Policy.

“**Hospitality**” includes meals, short- or long-term lodging, travel and transportation, and social events organized for sporting, cultural, or other purposes.

The term “**Government/Public Official**” refers to any person who participates in the conduct of a public activity through appointment or election, or in any other manner, on a permanent, temporary, or interim basis, including but not limited to the following:

- Individuals employed by any public institution or public economic enterprise within the country or in a foreign country,
- Employees of any political party located within the country or in a foreign country, and all political candidates,
- Individuals holding positions in any legislative, executive, or judicial body within the country or in a foreign country,
- Judges, jurors, or other judicial officials serving in national, international, or foreign state courts,
- Officials or representatives working in national or international parliaments;

¹ For other relevant policies, please also refer to the Özaltın Holding A.Ş. Donation and Sponsorship Policy.

- Arbitrators serving in arbitration proceedings initiated to resolve a legal dispute.

“Gift” means any item or benefit of material value, such as a discount, gift card, promotional product, job offer, cash or cash equivalents, credit, membership, service, or privilege, whether given or received directly or through intermediaries.

“Business Partners” include suppliers, customers, contractors, and any representatives, subcontractors, consultants, and other third parties with whom the Company has a business relationship, as well as the employees and representatives of such entities.

“Politically Exposed Person (PEP)”², refers to high-ranking individuals who, currently or in the past, domestically or in a foreign country, have been entrusted with a significant public office through election or appointment; members of the board of directors, senior executives, and executive assistants of international organizations; other individuals performing equivalent roles; senior politicians; senior officials of political parties; senior judicial, administrative, or military officials, and senior executives of public economic enterprises, as well as the spouses, first-degree relatives (parents and children), and close associates of all such persons.

“Cash and Cash Equivalents” includes, but is not limited to, any form of money, gifts, gift certificates, gift cards, provided social benefits, privileges, commissions, discounts, securities, precious metals (e.g., gold, silver, or jewelry) or coupons used to purchase fuel, as well as any hospitality tickets, tickets, and similar documents of a specific value.

“Özaltın Holding” refers to Özaltın Holding A.Ş.

“Bribery” refers to the act of providing, offering, or promising, directly or through intermediaries, any material or immaterial benefit to a public official or any third party (or to another person designated by such third party), to perform, refrain from performing, expedite, prioritize, alter, or delay a task required by their official duties, either directly or through intermediaries. The term “material or immaterial benefit” as used in this definition includes, but is not limited to, any form of money, gifts, social benefits, opportunities, commissions, and hospitality:

- That is of a nature to partially or fully influence or potentially influence impartiality, performance, and decision-making ability,
- That could result in reputational risk if made public,
- That could result in a violation of applicable laws,
- That could create the perception that a bribery offense has been committed, or
- Any action that results in preferential treatment for the performance of a specific duty.

“Company” refers to Özaltın Holding Inc. and Özaltın Construction, Trade, and Industry Inc., Özaltın Hotel Operations Inc., Özaltın Greenhouse and Trade Inc., Özaltın Energy Production and Construction Inc., Zenit Mining Industry and Trade Inc., Enova Wholesale Electricity Sales

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

Inc., Enova Energy Production Inc., Özaltın Import-Export and Construction Inc., Özaltın Mining, Trade, and Industry Inc., Özaltın 2 Energy Investments Inc., Özaltın 3 Energy Investments Inc., Nova Investment S.A., and Pontid Mining Industry and Trade Inc.

"Improper Benefit" means a benefit obtained by one party, in violation of its duties and responsibilities, through improper means, for the purpose of providing a benefit to another party with whom it has a business relationship.

3. GENERAL PRINCIPLES

Gift-giving and hospitality activities are commonly used to establish and strengthen business relationships. However, these are legitimate tools only if the following criteria are met:

- Transparent, non-recurring, and of reasonable value,
- Accurately and transparently recorded in books and records,
- In accordance with generally accepted business practices (not intended to provide bribes or improper benefits, and not in the nature of commissions or shares),
- Compliant with applicable laws and regulations.

Any gift or hospitality activity must be offered or accepted in good faith. The purposes, outcomes, and effects of gift and hospitality activities must be carefully evaluated. In this regard, employees must pay attention to the following points when engaging in or accepting a specific gift or hospitality activity:

- The gift or hospitality activity must not influence the decision-making processes of the Company or third parties, nor create the perception of such influence.
- It must not cause harm to the Company if made public.
- It must not give rise to any conflict of interest.

All gift and hospitality activities within the Company must be conducted in accordance with the principles outlined above, as well as the limitations specified in this Policy, and in compliance with the Anti-Bribery and Anti-Corruption Policy, following detailed procedures.

Approvals and adequate explanations regarding Gift and Hospitality activities must be properly documented, and the relevant transactions must be recorded accurately and transparently in books and records.

If there is any doubt as to whether a Gift and/or Hospitality activity complies with this Policy, employees must consult the department or officer responsible for compliance.

4. IMPLEMENTATION OF THE POLICY

4.1. Gifts

Company employees must not give or accept gifts in the form of cash, cash equivalents, services, promotions, memberships, job offers, or similar items. Gifts other than those mentioned above may only be given or accepted within the principles and monetary limits specified in this Policy.

The Company has established the following annual and one-time limits for gifts given to or accepted from a single source:

(i) For group companies other than Özaltın Hotel Operations Inc.:

The limit for gifts given to or accepted from a single source is set at **750 EUR or its equivalent** annually; the limit for gifts given or accepted in a single instance is set at **200 EUR or its equivalent**. For gifts in the range of **200 EUR to 750 EUR**, prior approval from the relevant unit manager is required.

(ii) For Özaltın Hotel Operations Inc.:

The annual limit for gifts given to or accepted from a single source is **1,000 EUR or its equivalent**; the limit for gifts given or accepted in a single instance is **250 EUR or its equivalent**. For gifts in the range of **250 EUR to 1,000 EUR**, prior approval from the relevant unit manager is required.

Gifts exceeding the specified limits should generally not be accepted or given. However, in exceptional cases, if the gift is deemed reasonable and appropriate within the scope of the business relationship, it may be accepted or given **with the approval of the authorized manager following consultation with the Legal and Compliance Department**.

Any gifts involving public officials are subject to prior approval by the Legal and Compliance Department, regardless of the amount.

Furthermore, any gift that could create the appearance of a conflict of interest, negatively impact the ability to make fair and impartial decisions, or be deemed contrary to generally accepted business practices must be refused—regardless of the monetary threshold specified herein, meaning even if the gift falls below the limit set in this provision—and such gifts must not be given to third parties. In the event of any doubt regarding whether the giving or receiving of any Gift, or the offering or acceptance of Hospitality, complies with customary practices, commercial customs, and this Policy—whether due to the reason, frequency, or any other aspect of the transaction—consultation may be sought from the Legal and Compliance Department, which is responsible for compliance.

It is appropriate for employees to give or receive Gifts of very limited monetary value within the scope of routine activities. These may include promotional items such as calendars, keychains, or similar items, preferably bearing the company logo. However, Gifts that are of a personal nature—such as a watch with the recipient's

name or a pen bearing the recipient's initials—which could be perceived as personal, should be avoided.

Employees may accept a gift only within the limits specified in this Policy and in accordance with general principles. When employees are offered gifts that do not meet the criteria of this Policy, they must decline the gift by returning it with a note or email referencing this Policy.

4.2. Hospitality Activities

Business meals and events are common practices in the business world. The Company and its Business Partners may cover each other's meal, travel, and accommodation expenses while working effectively on a project or conducting any operational activity. However, to ensure compliance with applicable laws and this and other relevant Company policies, the criteria outlined below must be followed:

- There must be a legitimate business interest related to an ongoing or potential business relationship with the other party.
- The event must be a one-time occurrence and not repeated on a regular basis.
- The activity must not be excessive or disproportionate (such as the value or nature of the activity being disproportionate to the business relationship) or take place in inappropriate venues.
- The hospitality activity must not negatively influence fair and impartial decision-making or cause others to perceive it negatively.

Participation in meals and other hospitality activities that meet the criteria outlined above may be deemed appropriate.

Documentation regarding hospitality activities must include all details explaining the participating parties and the relevant business relationship (business purpose), as well as descriptions of the event and supporting documents. Related expenses must be recorded accurately and transparently in the books and records under the expense accounts related to the business relationship.

Employees involved in hospitality activities must submit supporting documents to the Finance Department for retention.

4.3. Relationships with Government/Public Officials and Persons with Public/Political Influence

Communication with Government/Public Officials and Persons with Public/Political Influence is subject to strict regulations. Both local and international regulations

prohibit the provision of anything of value to Government/Public Officials or Persons with Public/Political Influence in order to conduct business.

Giving gifts to government/public officials or individuals with public/political influence, or engaging in hospitality activities, may raise suspicions of bribery or corruption. Accordingly, such gifts, hospitality, and other hospitality activities must be conducted in a reasonable manner and in compliance with relevant regulations. If any doubts arise in this regard, the Legal and Compliance Department may be consulted.

5. AUTHORITY AND RESPONSIBILITIES

All employees and managers of the Company are responsible for complying with this Policy and for implementing and supporting the relevant procedures and controls in accordance with the requirements of this Policy. To the extent applicable to the relevant party and transaction, the Company expects all Business Partners to act in compliance with this Policy and takes the necessary steps to ensure this.

In the event of a discrepancy between this Policy and the applicable laws in the countries where the Company operates, the more restrictive provision—whether from this Policy or the applicable laws—shall prevail, provided that such application does not conflict with local laws.

If you become aware of any action that you believe violates this Policy, applicable laws, or the Özaltın Holding A.Ş. Ethics and Conduct Principles (³), you may consult with your supervisor or report the matter to the Legal and Compliance Department. Alternatively, you may submit a written report through the email address etik@ozaltin.com.tr, which is accessible to the Legal and Compliance Counsel and the Director of Audit and Organization, or submit an anonymous report through the Ethics Line Application Form available on the Company's website.

Company employees may consult the Legal and Compliance Department—the department responsible for compliance—regarding any questions about this Policy and its implementation. A violation of this Policy by an employee may result in various disciplinary actions, including termination of employment, in accordance with the Labor Code, other relevant legislation, and the Company's internal policies and regulations. If any third party expected to act in compliance with this Policy acts in violation of it, the contracts entered into with such person may be terminated.

6. EFFECTIVE DATE

³ This refers to the comprehensive set of rules and values encompassing the fundamental behavioral and ethical principles outlined in the Özaltın Holding A.Ş. Code of Ethical Conduct.

This Policy entered into effect pursuant to the Board of Directors' Resolution dated April 22, 2025, and the Legal and Compliance Department is responsible for updating the Policy.

Revision	Date	Description
1	April 22, 2025	Review
2	September 26, 2025	Updates have been made to the reporting channels.
3	January 9, 2026	Updates have been made regarding access for relevant units in the reporting notification processes.
4	March 10, 2026	Clarifications have been provided regarding provisions on gift policies, and organizational terminology has been updated.
5	April 17, 2026	Gift and hospitality thresholds have been updated and differentiated by business unit, taking into account the Company's various areas of operation.
6	May 14, 2026	The Ethics Line Application Form has been added to the whistleblowing reporting channels.