



THIRD PARTY RELATIONS POLICY

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1.Purpose and Scope

The purpose of this Policy is to define Enerjisa Enerji A.Ş. and its subsidiaries' fundamental principles regarding parties that will be working in all our business processes and our working conditions with third parties.

This Policy covers all partnerships, all employees and senior management within Enerjisa. Enerjisa expects all its suppliers and business partners with whom it does business to act in accordance with the principles under this Policy as well.

2.Third Party

Third party is defined as; persons, institutions and communities with all kinds of business relationships such as suppliers, dealers, authorized dealers, service providers, consultants.

3.Third Party Compliance Criteria

As Enerjisa employees, we take great care to avoid damaging the corporate reputation of Enerjisa when representing our company in our relations with our customers, shareholders, affiliates, and other companies. Enerjisa is an honest and law-abiding company and adheres to its liabilities arising from legislation, code of conduct and contracts. Enerjisa expects its suppliers and business partners as well to show ultimate attention, specifically to comply with the fundamental principles set below.

3.1.Corporate Responsibility

Corporate compliance responsibility is fulfilment of any obligation to abide by the law, by the Code of Conduct and by the legislation. Enerjisa expects all its suppliers and business partners to comply specifically with the fundamental principles below:

Human Rights

Enerjisa's suppliers and business partners accept the universal principles regarding the protection of human rights as their main principle and they acknowledge them. In particular, they never compromise on not using forced labour and child labour. Suppliers and business partners pay regard to the rules about child labour in relation to the legal age limit set in contracts 138. and 182. by the International Labour Organization.

Equal Treatment and Non-Discrimination

Enerjisa's suppliers and all third parties that it does business with acts in compliance with democratic principles and treat different opinions tolerantly. They do not discriminate anyone on the basis of their ethnicity, nationality and social origin, colour, gender, age, disability, religious or political opinion or any other reason whatsoever.

Occupational Health and Safety

Enerjisa's suppliers and business partners comply with the legislation regarding occupational health and safety. They ensure that employees receive complete education on occupational safety. They provide their employees with the necessary personal protective equipment and ensure that their employees are regularly monitored for occupational health.

Working Conditions and Working Hours

Enerjisa's suppliers and business partners support their employees' working conditions to be improved and developed. They ensure that employees' wages are paid in full and in accordance with the legislation. Working hours shall be at least in compliance with the applicable national legal rules or minimum standards applicable to national industry sectors.

Environment

Enerjisa's suppliers and business partners take measures to protect the environment when carrying out their activities to reduce environmental impacts and dangers, they encourage the development and dissemination of environmentally friendly technologies to further protect the environment in their daily operations.

3.2.Integrity in Business Relations

Integrity and transparency are the most fundamental elements of reliability in business relationships. Enerjisa expects its suppliers and business partners to comply with the following fundamental principles:

Avoiding Conflict of Interests

Enerjisa's suppliers and business partners make their decisions based on purely objective criteria and do not allow personal interests and relationships to affect these decisions.

Anti-Bribery and Anti-Corruption

Enerjisa's suppliers and business partners do not tolerate corruption and avoid any behaviour that may lead to corruption. They commit and guarantee that their employees, subcontractors or their representatives will not provide advantage to, will not bribe, will not make illegal donations, or will not make other illegal payments to public officials or other third parties, or accept these. These rules also apply to facilitating actions and payments [payments made to government agencies to secure or expedite a routine transaction or process (obtaining permits and licenses, obtaining documents, etc.)].

Relations with Public Institutions and Competent Authorities

Enerjisa's suppliers and business partners comply with legal provisions in their relations with Public Institutions and Organizations and other competent authorities. They abide by the Code of Conduct rules, relevant legal provisions and free and fair competition rules in the public tenders they participate.

Gifts, Entertainments and Events

Enerjisa's suppliers and business partners do not provide unfair advantages to Enerjisa employees or other third parties in the form of direct or indirect gift, hospitality or invitation to influence them contrary to the law and Code of Conduct. In addition, they do not demand or accept similar improper advantages. In this regard, the principles and limitations determined in the Enerjisa Code of Conduct rules are followed.

Consultants and Intermediaries

Enerjisa's suppliers and business partners only appoint a consultant or intermediaries in accordance with the current legislation. They do not use these people contrary to the law and ethical rules. They commit and guarantee that the fee paid to the consultant or intermediary is paid only in return for the consultancy or mediation services actually provided, in proportion to these services and not used for

unlawful purposes.

3.3.Fair Market Behaviour

Enerjisa is a lawful and responsible market player and is bound by its contractual obligations. Enerjisa expects the same from its suppliers and business partners as well, especially regarding compliance with the fundamental principles in the Competition Law Guideline, which is detailed in the Enerjisa Code of Conduct, and the provisions of the legislation on the prevention of unfair competition:

Fair Competition

Enerjisa's suppliers and business partners act in accordance with the legislation on the protection of competition.

Anti-Money Laundering

Enerjisa's suppliers and business partners act in accordance with the current tax legislation and establish business relationships only with business partners whose integrity they believe in. They declare and commit that they comply with all national and international legislation on money laundering and that they have not committed any violations and guarantee this.

Commercial Information

Enerjisa's suppliers and business partners keep their commercial records in accordance with the current tax legislation. They prepare their reports on their commercial activities in accordance with the truth and the relevant legislation in force.

3.4.Data Security and Protection of Company Assets

Protection of confidential data, personal data, business secrets, and corporate assets are among our most important responsibilities. Enerjisa expects its suppliers and business partners to comply with the following fundamental principles:

Data Protection

Enerjisa's suppliers and business partners act in accordance with the current legislation and the regulations of the relevant institutions on the protection of personal data of employees, customers, suppliers, and other interested parties.

Protection of Intellectual Property Rights and Trade Secrets

Enerjisa's suppliers and business partners respect the intellectual property rights such as know-how, patents and business secrets of Enerjisa and third parties. They do not give these information to third parties without written permission of Enerjisa or through other illegal ways.

Protection of Company Assets

Enerjisa's suppliers and business partners respect the tangible and intangible assets of Enerjisa and do not use them illegally or for non-business purposes. They ensure that their employees and third parties assigned by them (subcontractors or representatives) do not damage or misuse Enerjisa's assets.

4. Third Party Control (TPC)

4.1. Why Is Third Party Control Necessary?

It is an integral part of the Enerjisa Compliance Management System that a party defined within the scope of this Policy is checked on for its compliance with the Company's fundamental compliance principles, and it is essential to prevent and minimize legal, financial and reputational risks.

In addition, the TPC is also important and necessary in terms of the effect of national or international law or other relevant regulations on Enerjisa, Enerjisa's partners or employees.

Our suppliers and business partners are selected using the best anti-bribery practices as part of the fight against bribery.

We always stay in touch with our suppliers and business partners to prevent future breaches of corruption issues.

Every three years or in shorter intervals when deemed necessary, we review the performance of our suppliers and business partners against corruption and, if deemed necessary, we receive support from independent third parties to carry out evaluations.

If a possible violation is detected, we apply the necessary sanctions according to our contracts without delay.

4.2. When Is Third Party Control Necessary?

- i. **Transactions with Intermediaries:** For example, business relations with the parties, such as lobbying activities, consultancy, business relations with transaction facilitating representatives. In such cases, we apply TPC on third parties involved in the relevant transaction. As Enerjisa, we only pay our intermediaries in proportion to their services in return for their actual, appropriate and legitimate services.
- ii. **Consultants:** Regarding consultants, as well as the TPC specified in this Policy, we receive the proposal of the Human Resources and Administrative Affairs Director and the approval of the CEO so that the employees whose employments have been terminated at Enerjisa can work as consultants for a temporary period. As Enerjisa, we pay our consultants only in return for appropriate and legitimate services, in proportion to their services. In the selection of our consultants, we do not receive consultancy services from real person consultants who have been convicted or investigated for any of the crimes of Turkish Penal Code Article 252 Bribery, Article 257 Abuse of Duty, Article 235 Collusive Tendering and those who are included in the list of banned from public tenders within the scope of the Public Procurement Law No. 4734, Anti-Terror Law No. 3713 and the relevant legislation. In the case of the consultant being a legal entity, we will not receive consultancy services from that legal entity if any of the real person as controlling shareholders of the relevant legal entity is within the mentioned scope, we will not include them in the tender processes or receive consultancy services from them, not even with the company internal procedures, exception form, or approval of senior management.
- iii. **Mergers and Acquisitions ("M&A"):** At the beginning of an M&A project or a financial transaction, the relevant Business Unit identifies the TPC together with the relevant Compliance Officer on a case-by-case basis. However, the relevant Business Unit is always obliged to work for a business relationship in accordance with Enerjisa Compliance Management System Standards beyond

this TPC (For example, recognition of Enerjisa Code of Conduct rules as a part of the contract).

iv. Procurement Processes:

- a. Except for the cases clearly determined by the legislation, in the supplier selection related to the main fields of activity of Enerjisa (electricity sales, electricity distribution, E-şarj and other activities carried out through Enerjisa Müşteri Çözümleri A.Ş.) along with the necessary investigations within the scope of the policy of the relevant Business Unit, TPC under this Policy is also applied.
- b. In the Purchasing Processes it is acted in accordance with the Purchasing Procedure and Tender Instructions and "Supplier Compliance Declaration" is received from all our suppliers. Also, TPC is applied within the scope of the relevant legislation and this Policy.
- c. The criteria in the selection of consultants based on legislation (paragraph 4.2. ii. above) are also applied in the selection of suppliers.

v. Sales and/or other business activities to countries deemed risky in terms of compliance: (Countries with a score below 50 out of 100 according to Transparency International's current Corruption Perception Index). In such cases, the Compliance Management Unit should also be contacted for compliance with the Corporate Governance Principles.

vi. Senior Managers/Executives: In the recruitment of directors and senior executives, it is checked whether they are in the international banned persons lists.

4.3.Privacy

Before signing of contracts regarding the service or consultancy with the Parties with whom business relations to be established and company information to be shared; we clearly secure the confidentiality conditions with the Enerjisa Non-Disclosure and Information Security Agreement ("NDA").

Within the scope of NDA, we ensure that the provisions regarding Information Security as well as the Personal Data Protection Law and related secondary legislation are acknowledged by the Parties and we ensure that the opinions of the relevant Legal and Information Security Units are received in case of negotiation request. We do not accept and circulate for signature any request for revision on the NDA text that has not passed these reviews.

4.4.Control and Monitoring

We carefully select the suppliers, dealers, authorized dealers, authorized services and consultants with whom business relationships to be established. In this context, as Enerjisa we check whether the requirements of the compliance criteria specified in this Policy are fulfilled by the suppliers and business partners, by obtaining the necessary "compliance declarations" and other supporting information and documents or by examining on the spot, in accordance with the applicable law, especially taking into account the data protection law.

We take the necessary measures to encourage Third Parties to fulfil their legal obligations, to comply with the Enerjisa Code of Conduct, to respect human rights, to act in accordance with the principles of business ethics and anti-corruption.

5.Administration

Each employee contacts the relevant Compliance Officer if there is any doubt as to whether any Party with whom a business relationship will be established is within the scope of this Policy and acts in line with his/her opinion.

All employees, suppliers, business partners, stakeholders, or any third party can report suspected policy violations by sending an e-mail to the Enerjisa ENETİK Hotline 0 (216) 579 09 14 or to ENETİK@enerjisa.com confidentially.

6.Final Provisions

This Policy is an integral part of Enerjisa's sustainability approach.

This Policy has been prepared in Turkish and English and is available on the Enerjisa and Enerjisa Investor Relations website.

This Policy is reviewed annually by the Corporate Compliance Unit provided that the views of the Distribution Business Units Compliance Unit is obtained, and the implementation progress regarding the fundamental principles is respected. In case of any comprehensive feedback from senior management or stakeholders, the policy can be reviewed irrespective of this period.

This Policy or a summary of the Policy has also been sent to the senior managers of all Business Units for information to ensure the awareness within the organization.

This Policy has been accepted and put into force by the Board of Directors on 22/04/2021.