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**OUR RULES OF BUSINESS ETHICS**



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**1 Introduction**

EAE Elektrik expects to protect and develop the attitudes that will ensure the integrity of the company's culture from all its employees, the reputation of the company and the reliability of its corporate structure.

All the employees are obliged to follow "Ethical Conduct Rules"It is also expected that all shareholders will comply with the business ethics and all the principles that support them.

Ensuring that all employees are informed of the Code of Ethics, ensuring that employees take the necessary precautions, and demonstrating the necessary efforts and leadership in complying with these rules are among the core duties and responsibilities of employees in a management role.

**2 Employee Relations**

EAE Elektrik, values its employees and respects employee rights. In this context, our basic principles in relation to employees are;

• Making choices based on liaison during recruitment, equating opportunity without discrimination,

• To bring qualified employees who will carry our company into the future,

• To take full advantage of the skills of the employees, and their strengths and creativity,

• To equip opportunities for the training, orientation and development of employees,

• Equitable and competitive wage policies, rewarding success with an effective and objective performance appraisal system,

• To increase its commitment to the company by providing career opportunities and equality of opportunity and rewards,

• To ensure work security and continuity,

• To ensure safe working conditions for employees which are clean, healthy and take all kinds of job safety measures,

• Establishing and sustaining a working environment that promotes transparency and mutual respect that is an important element of cooperation and solidarity,

• Do not allow any abuse in the workplace,

• To evaluate the employees' opinions and suggestions, to respond and to take measures to increase motivation,

• Not to share special information about employees with third parties without the consent of the employee, except legal obligations,

• Respect for human rights.

**3 Company External Relationships**

The basic principles that guide EAE Elektrik relationships with its shareholders are as follows;

**3.1. Contact with Shareholder**

• To represent our company in society and increase its reputation,

• To evaluate the criticism and the proposal by keeping communication channels open with the shareholders, to establish and maintain positive relations,

• Avoid personal opinion statements in any kind of criticism.

**3.2. Shareholder Relations**

• To represent our company in society and increase its reputation,

• To manage our company on the basis of ongoing trust and honesty principles, to manage resources, assets and working time with efficiency awareness, targeting sustainable growth and profitability.

**3.3. State Relations**

• To manage and record all business activities and accounting systems in full and proper manner according to the law and to report when necessary,

• Comply with all laws, rules and regulations in the countries in which they operate and are to be newly invested.

**3.4. Social Responsibility**

• To support the efforts to contribute to economic and social development,

• To show sensitivity to the issues of the society/country and to support the development of the community in a positive direction.

**3.5. Customer Relationship**

• Creating value for customers, meeting demands and requirements at the highest level,

• To provide quality products and services,

• To create a long-term confidence environment in relation to customers,

• To increase customer satisfaction in sales and after-sales processes,

• Do not give misleading and incomplete information to customers.

**3.6. Supplier and Dealer Relations**

• To create mutual value in business relations with suppliers and sellers,

• Making communication with suppliers and sellers openly, directly and correctly,

• Deciding with objective criteria in selecting suppliers and dealers,

• To comply with the confidentiality and business security rules demanded by supplier/dealer during supplier and dealer audits and visits,

**3.7. Competitor and Competitive Relations**

• Not to engage in any form of conduct or conduct with the intention of preventing, distorting or restricting competition, directly or indirectly, with competitors or other persons or organizations other than those permitted by the legislation,

• On a particular market; not to abuse this situation alone or in cases where it is dominated by undertakings,

• Do not negotiate and exchange information with rivals to determine market and/or competitive conditions together,

• To avoid any kind of negotiations and transactions which may lead to the above mentioned situations in associations, chambers, professional associations, etc. attended by representatives of the company and other private or professional meetings and negotiations.

**3.8. Global Responsibility**

• To improve environmental policies and ensure effective implementation,

• To act in accordance with the principles set by the United Nations Global Compact and to set an example in this respect.

**4 Ethical Conduct Rules Which the Employee Should Follow**

It is the responsibility of all employees to be responsible for the continuity and further advancement of our

company's professionalism, honesty and confidence. What is expected from this framework is;

• Always follow the law,

• To fulfill its duties within the framework of basic moral and human values,

• To be equitable, well-intentioned and understanding for the purpose of mutual benefit in all relations,

• For no matter what purpose, no way to gain unfair profit from people and organizations, not to take and give bribes,

• To act in accordance with the relevant business ethics rules and all the application principles that support these rules,

• Unless explicitly authorized, the company will be under a commitment to be in an action, not being in the mind or in correspondence,

• Not to be disturbed and/or disruptive to other employees,

• To protect the company against all possible tangible and intangible assets, including information and information systems, and to protect them against possible loss, damage, misuse, abuse, theft and sabotage,

Not directly and indirectly using overtime and company resources for personal benefit and/or political activity and interest.

**4.1. Asset and Information Management**

**4.1.1. Intellectual Property Rights**

• Ensure that legally enforced processes are timely initiated to ensure that newly developed products, processes and software have intellectual property rights,

• Avoid intentional unauthorized use of patents, copyrights, trade secrets, trademarks, computer programs or other intellectual and industrial property rights owned by other companies.

**4.1.2. Knowledge Management**

• To ensure that all legal records are kept accurate and complete,

• Failing to respond to information requests entering the classified category for third-party companies without top management's approval,

• To express the company's declaration and to give the necessary attention to the facts of the reports it provides.

**4.1.3. Security and Emergency Case**

• Taking necessary precautions to protect company employees, information and information systems, factory and administrative facilities against potential terror, natural disasters and abusive enterprises,

• Terrorism, natural disasters, etc. in case of emergency crisis management to be formed in the necessary planning to ensure this, in the event of a crisis to ensure business continuity with a minimum loss,

• Taking all kinds of precautions to prevent theft of company assets or the prevention of damage.

**4.1.4. Confidentiality**

• To be aware that the financial and trade secrets of the company, the information to weaken the competitive power of the company, the rights and information of the personnel and the agreements with the business partners are in the "confidentiality" frame, to ensure their protection and confidentiality,

• To share information with the unauthorized and mercurial inside and outside the company for whatever purpose, to use the information learned in the business and the documents they possess, for direct or indirect speculative purposes,

• Not to use the non-public information about the company and its clients and other persons and companies that they work with in any way outside of the foreseen purpose and not to share with third parties without obtaining the necessary permissions.

• Not failing to comply with the rules and instructions of the corporation in accordance with the Law on Protection of Personal Data.

**4.2. Avoiding Clash of Interests**

Refraining from any circumstances leading to conflict of interest.

*Clash of Interests:* Employees must not have any interest in, and any material or any other interest in, any aspect of, affecting their impartial performance of their duties and provided to themselves, their close relatives, friends or related persons or organizations.

**4.2.1. Not Doing Business on Behalf of Himself/Herself or Relatives**

Employees, if any, have to disclose their participation in a shareholder or investment in another company during their initial entry into the business.This will be questioned at the job interviews with the candidates.

In these cases, the employees report to their senior supervisor what can be perceived as conflicts of interest and similar changes over time.

• By utilizing the title and loyalty; to provide unfair advantage in favour of himself/herself, his/her relatives or third persons,

• In the personal investments to be made; to be careful not to fall into clash of interest with the currently employed institution,

• Care should be taken not to interfere with the time and attention given to carrying out the ongoing duties of the personal investments to be made or the activities outside of any business activity and to avoid the occurrence of such situations which prevent the focus on the main tasks,

• To give information to the superior in case the first degree relatives of the persons who are in the decision making position at the first level related to the same job in the employee and the company which is the customer or supplier,

Providing information to the superior if he learns that his/her relatives have a share or material interest in another company in a commercial relationship.

**4.2.2. Participation in Representation and Organization Invitations**

The general involvement of the persons or institutions that are found in the business relationship or have the potential to be found is open; participation in invitations such as sporting events which are impressive or can be perceived in decision making outside of conferences, receptions, promotional events, seminars etc., domestic/foreign sightseeing etc. are subject to approval of the General Manager.

**4.2.3. Receive a Present and Give a Present**

When relations with private or public persons and organizations seeking to establish or maintain a business relationship with the company are being carried out;

• Accepting and offering any gift that may be caused by, or perceived to be, a dependency relationship that is given in accordance with tradition or an improper irregularity other than commemorative / promotional material,

• Do not accept any benefits that may be perceived as inappropriate by suppliers, vendors, customers, group companies or third parties, and refuse to accept them when offered.

**4.2.4. Doing Business with Group for Those Who leave the company**

After leaving the EAE Group, it is a very sensitive issue that should be taken into consideration that it may create negative perceptions by establishing itself as a company or as a partner to an EAE Group company doing business in sales, contracting, consulting, brokerage, representation, dealership or similar forms.

Before or after such a process; action within the EAE Group's interests, compliance with ethical and ethical rules, conflicts of interest before and after the process are not allowed.

For a supplier in this case, the relevant manager; it is necessary to communicate with the EAE Group company that the supplier has worked for previously and to inform the superior supervisor by preparing a report that there is no inappropriate situation.

In case of an inappropriate situation, no commercial relationship should be established with the person concerned.

In order to avoid negative perceptions other than exceptional cases requiring the approval of the General Manager, it is necessary to approve such business associations within two years of departure from the EAE Group.

**4.2.5. Insider Trading Information**

It belongs to our company and EAE Group, knowing that it is a legal offense to try to gain any commercial advantage by using any kind of confidential information or by giving it to third parties and should absolutely not be attempted.

**5 Occupational Health and Safety**

Our company aims at providing work health and safety at work and on the job.

• Employees shall comply with the rules and instructions for this purpose and shall take the necessary precautions.

• Employees shall not keep any substances of dangerous or illegal qualities in the workplace for the workplace and/or employees,

• Employees shall not engage in work or work under the influence of such substances, except that they shall have no restraining agents of drugs, addictive, mental or physical agents in the workplace, except those which are prescribed for a valid medical condition

**6 Prohibition of Political Activity**

Our company does not donate to political parties, politicians or political candidates. In these matters, demonstrations, propaganda and similar intentional activities are not allowed within the boundaries of the. Company workplaces resources (tool, computer, e-mail, etc.) are not allocated for political purposes.

**7 Implementation Principles**

Based on the fact the EAE Electrics operates in international markets, the operations of the corporation can subject to laws and regulations of various countries. In case of any doubts related to professional ethics in various countries, the regulations applicable in the country of operation are required to be followed. In the event that following and complying with the regulations applicable in the country and/or countries where the operations are to be executed may lead to prejudicial results in terms of ethical values adopted by EAE Elektrik A.Ş., it shall be endeavored to find solutions within the code of ethics and procedures we apply.

**7.1. Course and Methods to be Followed In Deciding In Ethical Terms**

You are required to follow the steps specified hereinbelow and ask yourself the following questions to serve as a guide for you to decide on an action plan on an issue that you shall evaluate in ethical terms:

* Is the relevant matter / our behavior complying with the law, rules and customs?
* Is fair see below matter / our behavior balanced and fair? Would we feel uncomfortable if the competitor enterprise / other do that?
* Would our corporation and stakeholder feel disturb in case the entire details of this incident are disclosed?
* Would you feel uneasy or embarrassed if others were aware of your behavior?
* Can this result in adverse outcomes for you or your corporation?
* Who else can be affected by that (Group companies / our corporation and other employees within our corporation, you, etc.)?

**7.2. Responsibilities of Directors**

The directors of EAE Elektrik A.Ş. have further responsibilities beyond the ones defined for the employees within the framework of the “Professional Code of Ethics”. Based on this, the directors shall be responsible to act as follows;

* Establishing and maintaining a corporate culture and working environment supporting and promoting ethical rules,
* Serving as a role model with behaviors thereof for the implementation of ethical rules, training employees on ethical rules,
* Supporting and encouraging the employees regarding the communication of the questions, complaints and notifications related to the ethical rules,
* Providing guidance on things to be done when consulted, taking into account the entire notifications and communicating those to the Ethics Committee within the shortest possible time if required,
* Ensuring the structuring of the work processes under the responsibility thereof allowing the minimization of the risks related to the ethical aspects and implementing the required methods and approaches to ensure compliance with the ethical rules.

**7.3. Notification and Resolution of Non-Compliance with Ethical Rules**

In the event that the employees are aware that the Corporate Code of Professional Ethics or the legal regulations that the Corporation is subject to have been violated and breached, they are obliged to promptly notify their direct managers or the Human Resources Department or the Ethics Committee.

Notification served to the corporation shall be resolved by concluding the matter in accordance with the internal processes and procedures of the corporation. The ones breaching and violating the Code of Professional Ethics or policies and procedures of the Holding/Corporation shall be subject to various disciplinary sanctions and actions to the extent of termination of the employment.

Disciplinary sanctions and actions shall also be applied to the individuals ratifying, directing the misbehaviors and acts resulting to breach of rules or the ones that are aware of the matter but failing to duly serve the notification accordingly. Moreover, the ones retaliating the individuals serving the notification and complaint or providing assistance during the assessment shall not be tolerated.

**7.4. Ethics Committee**

The non-compliance to the code of professional ethics released shall be resolved within the “Ethics Committee” of EAE Elektrik A.Ş. The committee has been established for the purpose of resolving the conflicts of interest within the scope of “Code of Professional Ethics” of EAE Elektrik A.Ş., and to evaluate the notification received on the breaches and violations of the code of ethics. The Ethics Committee is comprised of the following persons:

* Chairperson - Member of the Board of Directors
* Member - Accounting / Finance Manager
* Member - Human Resources Manager
* Member - Technical Research Manager
* Member - Domestic Project and Sales Manager

**7.5. Working Principals of Ethics Committee**

The Ethics Committee executes its endeavors within the framework of the principles set forth herein below:

* Maintains the confidentiality of the notifications and complaints and the identity of the ones serving notification or filing complaint.
* Anyone serving notification to the Ethics Committee is under the protection of the Ethics Committee due to these reports, and they cannot be subjected to acts such as pressure, discrimination or mobbing.
* Ethics Committee executes the evaluation in strict confidentiality as far as possible.
* The Ethics Committee is entitled to directly request the information, documentation and evidences related to the examination from the relevant department. The Ethics Committee is entitled to review all sorts of information and documentation acquired only limited to the subject of evaluation / complaint.
* The evaluation process is entirely recorded on a written report. Information, evidences and documentation are attached on the report.
* The report is signed by the chairperson and the members.
* The evaluation is handled expeditiously and extrapolated in the same manner.
* The judgments rendered by the committee are enforced promptly.
* The relevant departments and authorities are informed on the outcome.
* The chairperson and members of the ethics committee act independently and unaffected by the managers of the department and the hierarchy within the organization while performing and executing their duties and endeavors on this issue. No pressure and indoctrination can be exerted on the committee regarding the matter.
* In case deemed to be appropriate and required by the committee, expert opinion can be sought and specialists and experts can be consulted, provided not to breach the confidentiality principles during the evaluation process.

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You may contact us by the following e-mail and mailing addresses or directly contact with the members of the Ethics Committee for your inquiries and notifications.

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