



## I. INTRODUCTION

TEMSA, one of the leading global brands in the production of buses, midibuses, and light trucks for over 50 years, currently operates under a partnership between Sabancı Holding and PPF Group (Skoda Transportation), exporting vehicles to more than 50 countries on several continents.

As a company with global operations, TEMSA expects all its employees to adhere to business ethics, and act in accordance with the policies, rules and values adopted by TEMSA.

The TEMSA Ethics Policy explains the business ethics rules that employees are expected to follow and describes the set of behaviours expected from employees.

The TEMSA Ethics Policy is an integral and complementary part of TEMSA's General Codes of Conduct, Sabancı Holding's Business Ethics Rules, and PPF's Ethical Principles, as well as any other ethics- and conduct-related documents that have been or may be issued by TEMSA. To this end, employees are also expected to act in accordance with the other documents mentioned above, the contractual provisions between the parties, and the applicable legal legislation, in addition to the TEMSA Ethics Policy.

Additionally, the TEMSA Ethics Policy is also an integral part of the employment contract and/or any other contract executed between TEMSA and its employees, and full compliance with the TEMSA Ethics Policy is expected from all employees.

This policy, as referred to herein, denotes TEMSA, TEMSA Skoda Sabancı Ulaşım Araçları A.Ş. and its affiliates. All TEMSA managers and employees are responsible for learning, understanding, and adhering to the content of this policy. Should there be any doubt regarding the implementation of the policy, all managers and employees are welcome to direct their questions to the Ethics Advisor or the members of the TEMSA Ethics Committee via etik@temsa.com.

## II. OUR BUSINESS ETHICS

### A. Honesty

Integrity and honesty are our top priorities in all our business processes and relations. We act with integrity and honesty in our relationships with employees and all our stakeholders.

### B. Confidentiality

Confidential information includes information that could create a competitive disadvantage for TEMSA, trade secrets, financial and other information not yet disclosed to the public, employees' personnel files, personal data of employees, customers, and stakeholders, and information that we are obliged to protect within the framework of "confidentiality agreements" made with third parties.

As TEMSA employees, we take utmost care in respecting the privacy and protecting the confidential information of our customers, colleagues, and other relevant individuals and organisations we work with. TEMSA protects all confidential information related to its activities, uses this information only in line with TEMSA's objectives, and shares the same only with relevant individuals within the defined authorities.

TEMSA SKODA SABANCI ULAŞIM ARAÇLARI A.Ş.

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We consider it absolutely unacceptable to obtain any commercial benefit, including stock trading on exchanges, by leveraging any leakage of confidential information belonging to TEMSA, its shareholders, and their group companies, otherwise known as "insider trading". We do not take out any confidential information and documents, as well as projects, regulations, etc. that we have learned about due to our duties, when leaving the company.

#### C. Conflicts of Interest

As TEMSA employees, we aim to avoid conflicts of interest. We neither personally nor through our families or relatives attempt to use our current duties to gain personal interest from individuals or organisations we have business relations with. We do not engage in any business activities based on any additional financial interests outside of TEMSA and its affiliates. We avoid using the TEMSA name and power, or our TEMSA identity to gain personal interest.

In cases of potential conflict of interest, we implement the legal and ethical methods that we believe can safely protect the interests of the relevant parties. Should there be any doubt, we consult our Manager, the Department of Chief Legal Affairs and Compliance Counselling, the Ethics and Compliance Consultant, or the TEMSA Ethics Committee.

#### D. Compliance with Loyalty Obligation

All employees are under an obligation of loyalty to TEMSA as per their contractual relationship with TEMSA. Therefore, in accordance with legal regulations, including in particular the labour law, and the legal relationship between the parties, all employees must perform their duties in compliance with the obligation of loyalty.

#### E. Our Responsibilities

In addition to our legal responsibilities, we diligently strive to fulfil the responsibilities listed below towards our customers, colleagues, shareholders, suppliers and business partners, competitors, society, humanity, and on behalf of TEMSA.

##### 1. Our Legal Responsibilities

We conduct all our domestic and international activities and operations within the framework of the laws of the Republic of Türkiye and international law, and provide accurate, complete, and understandable information to regulatory bodies and institutions in a timely manner.

While conducting our activities and operations, we maintain an equal distance from all public institutions and organisations, administrative structures, non-governmental organisations, and political parties without any expectation of benefit, and fulfil our obligations with this sense of responsibility.

##### 2. Our Responsibilities Towards Our Customers

We take a proactive business approach that is focused on customer satisfaction and that responds to the needs and requirements of our customers in the most timely and accurate way possible. We provide our services on time and under the conditions we promised, treating our customers with respect, dignity, justice, equality, and courtesy.

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### 3. Our Responsibilities Towards Employees

We ensure that employees' personal rights are used fully and correctly. Treating employees with honesty and fairness, we provide a non-discriminatory working environment that is safe and healthy. We make the necessary efforts for the individual development of our employees, support their voluntary participation in suitable social and community activities with a sense of social responsibility, and maintain a balance between work and personal life.

### 4. Our Responsibilities Towards Our Partners

By prioritising the continuity of TEMSA and aiming to create value for our partners, we avoid taking unnecessary or unmanageable risks and strive for sustainable profitability. We operate within a framework of financial discipline and accountability, managing our company's resources and assets, as well as our working time, with efficiency and savings in mind. We strive to enhance our competitiveness and invest in areas with growth potential that will yield the highest return on the committed resource. Through our public disclosures and our announcements to shareholders, we provide timely, accurate, complete, and understandable information regarding our financial statements, strategies, investments, and risk profile.

### 5. Our Responsibilities Towards Our Suppliers/Business Partners

We act fairly and respectfully as expected from a good customer, and take the necessary care in fulfilling our obligations on time. We carefully protect the confidential information of individuals and organisations we work with, as well as that of our business partners.

### 6. Our Responsibilities Towards Our Competitors

We compete effectively and only in legal and ethical areas, and we avoid any form of unfair competition. We support every effort that is aimed at achieving the targeted competitive structure within society.

### 7. Our Responsibilities Towards Society and Humanity

The protection of democracy, human rights, and the environment, as well as education and charity work, and the eradication of crime and corruption are very important to us. We act sensitively as pioneers in social issues, always being aware of our responsibility to be good citizens, and we strive to take part in non-governmental organisations, services beneficial to the public, and appropriate activities in these areas. We are sensitive to the traditions and cultures of Türkiye and the countries where we conduct international projects. We do not give or accept bribes, or excessive gifts in the form of products or services.

### 8. Our Responsibilities on Behalf of "TEMSA"

Our business partners, customers, and other stakeholders trust us due to our professional competence and integrity. We strive to maintain this reputation at the highest level.

We provide our services within the framework of company policies, professional standards, commitments we make, and ethical rules, and demonstrate the necessary dedication to fulfil our obligations.

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With strict attention to providing services in areas where we believe we are and will be professionally competent, we aim to work with customers, business partners, and employees who meet integrity and legitimacy criteria. We do not work with those who harm public morals, the environment, and community health.

In public and in areas where the audience believes we are speaking on behalf of our company, we express not our own views, but solely the views of our company.

In our relations with the press and on social media platforms, we act with the awareness that our views may be associated with our Company when expressing opinions related to our duties and/or personal preferences. When we encounter complex situations that may put TEMSA and its affiliates at risk, we first consult with the relevant personnel by following the suitable technical and administrative advisory procedures.

All employees are under an obligation of loyalty to TEMSA as per their contractual relationship with TEMSA. Therefore, in accordance with legal regulations, including in particular the labour law, and the legal relationship between the parties, all employees must perform their duties in compliance with the obligation of loyalty.

### III. POLICIES AND PROCEDURES SUPPORTING BUSINESS ETHICS

#### A. Conflict of Interest Policy

It is essential for TEMSA employees to avoid situations that could create conflicts of interest. It is the utmost responsibility of all employees to ensure that TEMSA resources, name, identity, and power are not used for personal gain and to avoid situations that may negatively affect the company's name and image. The following set of rules defines the situations of conflict of interest that employees may encounter in their private lives due to their duties or business relationships, and the principles that should be applied in these situations.

#### 1. Activities That May Create a Conflict of Interest

All TEMSA employees must be careful with the activities listed below as potential conflict of interest situations, and fully comply with the specified principles. TEMSA conducts the necessary activities to encourage its employees to adhere to these principles.

##### i. Engaging in Activities That May Create a Conflict of Interest

Employees must not enter into any business relationship that provides mutual or unilateral benefit with family members, friends, or other third parties involved. For instance, an employee with purchasing authority should avoid doing business with a supplier where a family member works. Exceptional cases are subject to the knowledge and approval of the TEMSA Ethics Committee. In the same vein, TEMSA employees should also be cautious of potential conflicts of interest that may arise from close family members working for TEMSA's competitors.

Employees may not obtain any commercial benefit, including trading shares on the stock market, by leaking any information belonging to TEMSA, its shareholders, or group companies, nor may they facilitate others in gaining such benefits.

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It is essential that TEMSA employees do not engage in activities that would classify them as "traders" or "merchants" either directly or indirectly, and under no circumstances, whether during or outside of working hours, should they work for another person and/or organisation in exchange for a fee or similar benefit. However, provided that the following conditions are met, employees can work for another person (a family member, friend, other third parties) and/or organisation in exchange for a fee or similar benefit outside of working hours:

- No conflict of interest should arise with regard to their role in the company and the practices of TEMSA and its shareholders;
- There should be no non-compliance with other business ethics rules and the policies supporting these rules;
- The continuity of their company duties should not be affected;
- Written approval should be received from the Management, as specified below.

The aforementioned approval is granted by the Chairperson of the Board of Directors of TEMSA for the CEO, whereas for positions reporting to the CEO, this approval is granted by the CEO with recommendation from the TEMSA Ethics Committee following the opinion of the respective manager. The remaining employees, on the other hand, require the approval of the Deputy General Manager of Human Resources following the opinion of the company Compliance Lawyers and the company Chief Compliance Officer.

TEMSA employees may not serve as board members or auditors in companies outside of TEMSA and its affiliates without the approval of the TEMSA Board of Directors, nor may they hold positions in competitor companies or companies that have business relations with TEMSA. In non-profit organisations and universities, they can work on social responsibility and charitable projects with the written approval of the management, provided that such projects do not interfere with their duties within TEMSA.

Managers in a position to make hiring decisions may not employ their spouses, close relatives, or the close relatives of these individuals.

Employees can speak on topics or write professional articles that are not related to the company and its activities and are not contrary to its policies. Approval from the CEO is required to use the TEMSA name in such activities.

Managers may not ask their employees to engage in political activities or to join a political party. Employees may, individually and voluntarily, actively participate in any political party. It is essential for employees to pay attention to the following issues if they take a role in any political party:

- Employees' involvement in any political activity must not create a conflict of interest with their roles in the company, and the practices and approaches of TEMSA and its shareholders.
- Employees may not engage in any political activities during working hours and may not take up their colleagues' time with such activities.
- Employees may not use the company name, their position in the company, their title, or company resources during political activities.

Employees may personally provide financial or moral support and/or donations to third parties, and may take roles in charitable organisations outside of TEMSA. Employees must take care to not join any clubs, associations, or cooperatives using the TEMSA name and mission.

## ii. Misuse of Duty

It is unacceptable for employees to go against the diligence expected from them and use their authority for their own and/or their relatives' benefit in a manner that causes harm to TEMSA.

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Employees may not, directly or indirectly, gain personal benefit from any transactions and contracts that TEMSA is involved in, including purchasing and sales activities.

Employees may not engage in acts and behaviours that are contrary to ethics, law, and TEMSA's disciplinary practices.

### iii. Resource Usage

In resource utilisations on behalf of TEMSA, TEMSA's interests are considered. TEMSA assets, facilities or personnel may not be used outside of TEMSA if there is no interest to the company, regardless of what the situation is and regardless of whose behalf or benefit it may be. The principle of "saving on everything" must be abided by all personnel.

The correct use of resources for the benefit of TEMSA also requires the correct use of time. During working hours, TEMSA employees must use their time efficiently and not allocate time for personal matters. Managers may not assign employees for personal tasks.

It is essential not to receive private visitors during working hours. Employees must complete meetings with mandatory visitors within a reasonable time frame by ensuring that the meetings are limited to the subject of the visit and do not disrupt the workflow.

### iv. Relations with Other Individuals and/or Organisations with whom TEMSA has a Commercial Relationship

One may not establish any private business relation with TEMSA customers, subcontractors, suppliers, or other individuals and/or organisations with whom TEMSA has a commercial relationship, may not borrow any money and/or goods/services from the same for personal purposes, and may not lend any money and/or goods/services to other individuals and/or organisations with whom TEMSA has a commercial relationship.

In relations with customers, the following should be taken into account: even if it is in the customer's favour, no transaction may be made without the customer's knowledge, and even if it is in the company's favour, customer vulnerabilities may not be exploited, nor may profit be sought by providing the customer with incomplete or incorrect information.

TEMSA personnel may not request or imply the desire for gifts from other individuals and/or organisations with whom TEMSA has a commercial relationship, nor may they accept any gifts, money, cheques, properties, free vacations, special discounts, etc. that would put TEMSA under obligation. No personal assistance or donations may be accepted from any individual or organisation that has a business relationship with TEMSA. The TEMSA Gift and Entertainment Procedure applies in such matters.

### v. Relations with the Media

In relations with the media, actions are taken in accordance with the TEMSA Ethics Policy and the Communications Protocol applicable to Sabancı Holding and its group companies.

Giving statements to any media outlet, conducting interviews, and participating as a speaker at seminars, conferences, etc. are subject to the approval of the company top management. No personal gain may be derived from these activities in any way.

### vi. Company Representation

Any fees accrued due to duties performed in any association, employers' union, and similar non-governmental organisations on behalf of TEMSA are donated to the relevant institution or channels indicated by the institution.

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Payments made to a TEMSA employee by third parties for seminar speaker fees or similar services are similarly donated to the relevant institution or channels indicated by the institution. In addition to money, these individuals may also receive awards, plaques, and other gifts of a symbolic value as a memento of the day.

#### B. TEMSA Gift and Entertainment Procedure

It is essential that TEMSA and its employees do not accept any gifts or benefits that could compromise their impartiality, decisions, and actions, and do not attempt to provide such gifts or benefits to third parties or organisations. The TEMSA Gift and Entertainment Procedure regulates the exchange of gifts among TEMSA employees and third parties or organisations with whom they have business relationships, and establishes the principles to be applied in this regard.

#### C. Protection of Confidential Information

Information is one of the most important assets that TEMSA will use on the path to realising its vision. In this regard, the effective use of information, its proper sharing, and ensuring the confidentiality, integrity, and accessibility of information during this process are the common responsibility of all our companies and employees. At TEMSA, it is important for the management systems and processes established for the management and confidentiality of information to be in harmony with each other in order for our company to achieve the highest level of benefit. Details of the relevant applications can be found in the TEMSA Information Security Policy and related documents.

#### D. Creating and Maintaining a Fair Working Environment

TEMSA considers it a top priority to create and maintain a fair working environment for its employees. By creating a fair, respectful, healthy, and safe working environment that complies with all relevant laws and regulations, the company aims to enhance employee success, development, and engagement. TEMSA respects internationally recognised human rights in employee relations, demonstrating a firm stance on complying with the Universal Declaration of Human Rights and standards, as well as the principles of the International Labour Organization (ILO), and all applicable national and international regulations. The following implementation fundamentals indicate the basic principles for creating and maintaining a fair working environment in the Holding/Companies.

##### Implementation Fundamentals

1. TEMSA applications comply with all relevant laws and regulations in force regarding employment and working life. TEMSA employees also fulfil all legal requirements within the scope of their activities and comply with legal regulations.
2. TEMSA human resources policies and practices ensure fairness in all practices including but not limited to recruitment, promotion-transfer-rotation, remuneration, rewards, and social rights.
3. Discrimination among employees based on language, race, colour, gender, political opinion, belief, religion, sect, age, physical disability, or similar reasons is unacceptable to the company.

- 4.** TEMSA is committed to creating a positive and harmonious working environment that supports collaboration so as to prevent conflict situations and ensure that individuals with different beliefs, thoughts, and opinions work in harmony together.
- 5.** Employees' private lives and personal spaces are respected.
- 6.** All privacy situations of employees, including physical, sexual, and emotional integrity, are also protected.
  - It is against the law and ethical rules to violate the integrity of individuals whether through physical, sexual, and/or emotional harassment at the workplace or any other location they might be for work-related reasons, and the Holding/Company shows zero tolerance for such offences. To this end, all necessary measures are taken to ensure that employees work in an environment where their physical, sexual, and emotional integrities are protected.
  - The violation of a person's bodily integrity and/or the sexual harassment of a person without physical contact is defined as sexual assault/harassment. Accordingly, exhibiting any behaviour that can be evaluated within this definition is unacceptable.
  - "Psychological Harassment at Workplace" (Mobbing) is also considered one of the forms of harassment mentioned above. Mobbing is defined as a set of malicious, intentional, negative attitudes and behaviours that are carried out at the workplace by one or more persons towards another person or persons in a systematic manner over a certain period with the aim of intimidating, pacifying, or removing from work and that ultimately harm the victims' personal values, professional status, social relationships, or health.
- 7.** The workplace physical environment and conditions are ensured to be healthy and safe for all employees.
- 8.** TEMSA acts sensitively as a pioneer that is always aware of its responsibilities towards society and humanity, ensuring that its core activities do not have any negative effects on the environment, and takes all the measures required by the legislation accordingly. It also enhances its employees' awareness and sensitivity on this matter.
- 9.** Support is provided for initiatives aimed at gender equality and the empowerment of women, as well as for improving the work experiences of disadvantaged groups and employees with disabilities.
- 10.** Gender distribution is monitored within departments, and principles of equal pay for equal work are observed.

#### E. Share Trading Policy regarding TEMSA Shareholders and their Group Companies

It is essential for TEMSA employees to comply with relevant legal regulations and avoid situations that may create conflicts of interest when buying or selling shares of the company shareholders or their companies. The following implementation fundamentals indicate the principles that must be followed by TEMSA employees when buying or selling shares of the company shareholders or their companies.

#### Implementation Fundamentals

- 1.** Those who are in a position to know non-public information are prohibited from using such information to benefit themselves and/or third parties - a practice otherwise known as insider trading.
- 2.** Individuals who can engage in insider trading are either the chair or members of the board of directors of a public company, or its administrators (managers and those in higher positions) or auditors, or those who are in a position to have information due to their professions and duties, or those who may, directly or indirectly, acquire information due to their contact with the aforementioned.
- 3.** These individuals can only buy or sell the shares belonging to TEMSA shareholders or their companies using publicly disclosed information and for investment purposes (holding a share for more than six months is considered investment).
- 4.** TEMSA employees, other than these individuals, can freely buy or sell the shares of the shareholders or their companies using publicly disclosed information, without any time restrictions.
- 5.** The above practices also apply to the spouses and children of employees, and actions taken by spouses or children are considered as if performed by the employee.



#### F. Avoiding Bribery and Corruption

TEMSA prohibits any unauthorised action that has no legal basis and that is aimed at obtaining or securing undue benefits, regardless of how the action is carried out (hereinafter referred to as "Bribery and Corruption").

Bribery and Corruption are concepts that do not align in any way with TEMSA's principles, values, and policies, and that cannot be associated with any of them, and it is therefore a must for employees to avoid Bribery and Corruption, and stay away from any actions that might be associated with these concepts.

#### G. Stance Against Money Laundering and Financing of Terrorism

TEMSA complies with all legal regulations related to money laundering, legitimisation of crime proceeds, and the use of these illicit gains in financing terrorism, and actively fights against these issues, and it is also part of TEMSA employees' duties to act in the same manner and display the necessary stance.

#### H. Protection of Intellectual and Industrial Rights

TEMSA employees are obliged to protect all intellectual and industrial rights owned by TEMSA while performing their duties.

#### I. Environmental Protection

TEMSA, aware of its environmental responsibility, expects the same awareness and sensitive approach from its employees. TEMSA expects all its employees to comply with the legal regulations related to environmental protection and act personally sensitive and responsible.

#### IV. APPLICABLE LEGISLATION

Due to TEMSA operating in international markets, the company's operations may be subject to different national laws and regulations. In case of any doubt about business ethics in different countries, the regulations established in the country where the business is conducted should be followed primarily. If following the regulations in the country and/or countries where the business will be conducted could potentially lead to problematic outcomes in terms of the ethical values adopted by TEMSA, we should then seek solutions within the ethical rules and procedures we possess.

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## V. EMPLOYEES' RESPONSIBILITIES

At TEMSA, we consider it our fundamental principle to pursue what is correct for society, the country, and the company in all our activities as individuals and responsible employees.

All TEMSA employees are obliged to act with the awareness that they are a TEMSA employee and represent TEMSA, and they must keep this obligation in mind in all their behaviours and actions. TEMSA's Ethics Policy and related procedures provide detailed explanation about the ethical rules including how we should behave and how we should perform our job. Compliance with these rules is the primary responsibility of all employees. Accordingly, all TEMSA employees are responsible for:

- Acting in compliance with laws and regulations under all conditions;
- Reading TEMSA's Ethics Policy, knowing, understanding, internalising the rules, principles, and values contained within, and acting in accordance with them;
- Learning the general policies and procedures applicable to TEMSA and its shareholders, as well as those specific to their business;
- Consulting their manager and the Department of Chief Legal Affairs and Compliance Counselling with regard to potential violations concerning themselves or others;
- Reporting their own or others' potential violations promptly, notifying their manager, the Department of Chief Legal Affairs and Compliance Counselling and/or the TEMSA Ethics Committee either anonymously or by name, in writing or orally;
- Following the "Guidelines and Methods to Follow in Ethical Decision Making" defined to assist in acting in accordance with the rules and solving problems;
- Collaborating with the TEMSA Ethics Committee during ethics-related investigations, and keeping the information related to the investigation confidential.

### A. Guidelines and Methods to Follow in Ethical Decision Making

To guide you in deciding on an action plan, you should follow the steps below and ask yourself these questions:

#### 1. Identifying the Incident, Decision, or Problem

- Have you been asked to do something that you thought might be wrong?
- Have you become aware of a situation at TEMSA or with your business partners that might be potentially illegal or not in compliance with business ethics?
- Are you trying to make a decision, but having doubts about how to act in accordance with business ethics?

#### 2. Think Before You Decide

- Try to clearly identify and summarise your problem or question
- Ask yourself why it is a dilemma
- Consider the options and their outcomes
- Consider who might be affected
- Consult others

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### 3. Decide on an Action Plan

- Define your responsibilities
- Review all relevant facts and information
- Refer to relevant company policies, procedures, and professional standards
- Assess the risks and consider how you can reduce them
- Try to create the best action plan
- Consult others

### 4. Test Your Decision

- Review the questions that need to be asked from an ethical perspective
- Review your decisions within the framework of the company's core values
- Make sure that you consider company policies, laws, and professional standards
- Consult others and consider their opinions within your planned course of action

### 5. Continue with Determination

- Share your decision along with your reasons with the relevant people
- Share what you have learned
- Share your success story with others

### B. 4 Key Questions to Consider

1. Is this activity/behaviour in compliance with laws, rules, and customs? (Standards)
  - Is it in accordance with professional standards?
  - Is it compliant with the laws?
2. Is this activity/behaviour balanced and fair? Would we be upset if a rival company (someone else) did it? (Sense of justice)
  - Does it feel right to you?
3. Would our company and our stakeholders be uncomfortable if all the details of this activity were made public? (Emotions and ethical values)
  - If others knew you behaved this way, would you be in a difficult situation or feel embarrassed?
  - Could it have negative consequences for you or for TEMSA?
  - Who else might be affected by this (other employees within TEMSA, you, shareholders, etc.)?
4. To what extent does the "perceived reality" overlap with the "objective reality"?
  - How would it be reflected in the newspapers?
  - What would a reasonable person think under the same conditions?

## VI. REGULATORY COMPLIANCE

As TEMSA employees, we work in compliance with international standards and national legislation, and collaborate with the relevant authorities when necessary. We do not engage in any illegal activities while fulfilling our responsibilities at TEMSA or conducting our daily tasks.

## VII. MANAGERS' RESPONSIBILITIES

TEMSA managers have additional responsibilities beyond those defined for employees within the framework of the TEMSA Ethics Policy. Accordingly, managers are responsible for:

- Ensuring the creation and maintenance of a company culture and working environment that support ethical rules;
- Setting an example through their behaviour in the implementation of ethical rules, and educating their employees on ethical rules;

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- Supporting their employees in submitting their questions, complaints, and reports related to ethical rules;
- Guiding on the necessary actions when asked for advice, considering all reports received, and forwarding them to the TEMSA Ethics Committee as soon as possible if deemed necessary;
- Structuring the business processes under their responsibility to minimise risks related to ethical issues and implementing the necessary methods and approaches to ensure compliance with ethical rules.

#### VIII. ETHICS ADVISOR'S RESPONSIBILITIES The Ethics

Advisor is responsible for:

- Providing guidance and consultancy on ethical issues raised by employees within the company;
- Referring unresolved issues within the company or issues that require investigation to the TEMSA Ethics Committee;
- Contributing to the resolution of internal ethical misconduct that reaches them, in accordance with the request of the TEMSA Ethics Committee;
- Reporting ethics-related questions and misconducts, along with their outcomes, to the TEMSA Ethics Committee on a regular basis or upon request;
- Acting as the contact person from the company in investigations conducted by the TEMSA Ethics Committee, and providing the necessary support for the investigations;
- Monitoring and tracking the effectiveness of TEMSA Ethics practices carried out in the company, and supporting the practices.

#### IX. OTHER RESPONSIBILITIES

The TEMSA Executive Board is responsible for the effective implementation of the TEMSA Ethics Policy and related documents, and fostering a culture that supports this.

The Department of Chief Legal Affairs and Compliance Counselling is responsible for informing employees about the Ethics Policy and other Compliance Procedures, providing training at regular intervals to ensure the clarity of procedures and rules, and maintaining continuous communication with employees on this matter.

TEMSA Human Resources Directorate is responsible for ensuring that new hires at TEMSA read the Ethics Policy, are informed about it, and sign the Employee Declaration (See Annex-1 Employee Declaration), and making sure that all employees renew their declarations by signing the Business Ethics Compliance Form (See Annex-2 Business Ethics Compliance Form) at the beginning of each year.

The TEMSA management, in collaboration with the TEMSA Ethics Committee, is responsible for:

- i. Guaranteeing the confidentiality of complaints and reports submitted within the framework of the Ethical Rules, and protecting individuals after their reports;
- ii. Ensuring the job security of employees who have submitted a report;

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- iii. Ensuring that complaints and reports are investigated promptly, fairly, consistently, and sensitively, and taking the necessary actions decisively in the event of violations.

#### X. REPORTING AND RESOLVING NON-COMPLIANCE WITH THE ETHICS POLICY

At TEMSA, there is an Ethics Committee, an Ethics Advisor, and an established ethics hotline and email account. In cases where a TEMSA employee detects or suspects any abuse and/or violation, the TEMSA employee who detects or suspects such a situation must report it to the relevant authorities within the company. The method for submitting such reports to TEMSA is stipulated in various internal policies and procedures including in particular the TEMSA General Codes of Conduct. Additionally, all employees can always consult the Ethics Advisor on these matters and discuss them with the Department of Chief Legal Affairs and Compliance Counselling.

Unless required by legal authorities to disclose the identity of the reporting party(ies), their identity will be protected by TEMSA during and after the investigation. It should also be noted that TEMSA has designed, established, and is operating a system that allows for such reports to be submitted to TEMSA anonymously. Therefore, all reporting parties will be able to report to TEMSA comfortably without their identities being disclosed, and will not be subjected to any retaliation, mistreatment, or discrimination due to their reports.

#### XI. CONDUCTING AN INTERNAL INVESTIGATION DUE TO NON-COMPLIANCE

When an employee submits a report to TEMSA, the TEMSA Ethics Committee will inform the employee that their report has been received. Following this notification, an internal investigation process will be initiated, the submission made by the reporting party will be evaluated, an assessment related to the report will be conducted, and if necessary, the investigation will be expanded. In any case, once the investigation is concluded, a final statement will be prepared, the reporting party who have made the submission will be informed, and the relevant investigation file will be closed.

All reports are evaluated with diligence and in accordance with the principle of confidentiality. Individuals who submit reports to the TEMSA Ethics Committee are under the protection of the TEMSA Ethics Committee, and can rest assured that they will not be subjected to any pressure, coercion, or penal sanctions due to their reports.

#### IX. ENFORCEMENT APPROVAL AND REVIEW

The TEMSA Ethics Policy has been prepared by TEMSA's Department of Chief Legal Affairs and Compliance Counselling, and has taken effect following approval from the CEO of TEMSA. This policy may be readjusted and revised if needed. Readjusting and revising the TEMSA Ethics Policy is under the responsibility of TEMSA's Department of Chief Legal Affairs and Compliance Counselling. All revisions are also subject to approval by the CEO of TEMSA.

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