

Setur Marinas

Donation and Sponsorship Policy

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1 PURPOSE AND SCOPE

The purpose of this Donation and Sponsorship Policy (the “**Policy**”) is to set standards, principles and rules to be complied with, while making donations and providing sponsorships. In line with our strong belief that contributing to the community is the vital foundation for building successful business, Setur Marinas sees donations and sponsorships as a way to support the communities in jurisdictions where it operates.

All employees, directors, officers of Setur Marinas shall comply with this Policy, which is an integral part of Setur Marinas Code of Ethics¹. Each Setur Marinas company also expects and takes necessary steps to ensure that all of its Business Partners - to the extent applicable - complies with and/or acts in line with it.

2 DEFINITIONS

“**Business Partners**” include suppliers, distributors, authorized service providers, representatives, independent contractors and consultants.

“**Donation**” means voluntary contributions in money or in kind (including goods or services etc.) to individuals or charitable entities (such as foundations, associations and other nonprofit organizations); universities and other schools; and other private or public legal entities or organizations etc. to advocate a philanthropic cause, serve the public interest and help achieve a social goal, without a consideration received in return.

“**Koç Group**” refers to Koç Holding A.Ş. and all companies directly or indirectly controlled by Koç Holding A.Ş., either individually or jointly, as well as the joint ventures included in Koç Holding A.Ş.'s consolidated financial statements.

“**Setur**” refers to Setur Servis Turistik A.Ş.

“**Setur Marinas**” refers to Tek-Art Kalamış and Fenerbahçe Marmara Turizm Tesisleri A.Ş. and its subsidiaries (marinas), Demre Marina İşletmeciliği A.Ş., Setur Yalova Marina İşletmeciliği A.Ş., Ayvalık Marina ve Yat İşletmeciliği Sanayi Ticaret A.Ş., Setur Antalya Marina İşletmeciliği A.Ş., which are subsidiaries of Tek-Art Kalamış ve Fenerbahçe Marmara Turizm Tesisleri A.Ş., Makmarin Kaş Marina Management Tourism and Trade Inc., and all companies directly or indirectly controlled by Tek-Art Kalamış and Fenerbahçe Marmara Tourism Facilities Inc. or the other companies listed above, either alone or jointly, and the joint ventures included in the consolidated financial statements of these companies. New marina branches and companies that will be directly or indirectly controlled by the companies listed above during the period in which this Policy remains in effect are also included in the definition of “Setur Marinas.”

“**Sponsorship**” means contribution in money or in kind (including goods, or services, etc.) given to an entity or group, for staging an artistic, social, sports or cultural activity etc. in return for an institutional benefit reflected in the form of visibility to target audiences, under a

¹ For other relevant policies, please refer to Setur Marinas Community Investments Policy, Anti-Bribery and Corruption Policy, and Gifts and Entertainment Policy.

sponsorship agreement or whatsoever name, to the extent the nature of the relationship is as defined herein.

3 GENERAL PRINCIPLES

Donation and Sponsorship activities of Setur Marinas companies must comply with the following conditions:

- They must be in compliance with the articles of association (and/or other incorporation documents) of the relevant Setur Marinas company and with the limitations determined by the general assembly and/or the board of directors or a similar authorized governing body;
- They must comply with all applicable legal regulations, including but not limited to capital markets, commercial law and tax legislation in the countries where the relevant Setur Marinas company operates;
- They must not conflict with the values or commercial interests of Setur Marinas and must be consistent with the principles set out in this Policy as well as the Koç Group and Setur Marinas Codes of Ethics;
- They must be properly documented in accordance with applicable legislation.

Donation and Sponsorship transactions must also:

- not be intended to obtain any improper benefit or be used for any form of corruption;
- not be connected to any commercial opportunity (such as winning a tender or ensuring the renewal of a contract);
- not aim to provide benefits, directly or indirectly through a third party², to any politician, political party, municipality or government official for political purposes;
- not benefit any institution or organization that discriminates on the basis of ethnicity, nationality, gender, religion, race, sexual orientation, age or disability; and
- not directly or indirectly support human or animal rights violations, the promotion of tobacco, alcohol or illegal drugs, or activities that harm the environment.

4 APPLICATION OF THE POLICY

If a Donation or Sponsorship is to be made by a Setur Marinas company in favor of any third party, the following steps must be completed before a contract or undertaking is signed by the persons authorized according to the company's signature circular and/or articles of association:

- If the department proposing the transaction is not responsible for corporate brand communication and sponsorships, a written request containing information about the planned resources and the relevant organization (name, address, senior management) is submitted to the Setur Marinas Corporate Communications and Marketing Department³ for corporate image and brand impact assessment. If the request is evaluated positively;

² Lütfen Koç Topluluğu Etik İlkeleri ile Setur Marinaları Rüşvet ve Yolsuzlukla Mücadele Politikası'na bakınız.

³ Or another department or individual responsible for the same function.

- The Corporate Communications and Marketing Department⁴ shares the request with the Setur Marinas Legal and Compliance Department for the Due Diligence⁵ Study;
- If the Due Diligence Study result is positive, the request is submitted to the relevant management level or the board of directors for final approval in accordance with the company's signature circular;
- However, if the Donation or Sponsorship transaction may have a significant impact on the Koç brand and the corporate image of the Koç Group, in addition to the steps above, the request must be notified to the Koç Holding Corporate Brand Communication and Sponsorship Department before the relevant documents are opened for signature or submitted to the company's board of directors for approval;
- For sponsorships, a contract including all terms and conditions of the transaction must be signed between the relevant parties;
- In the case of sponsorship, the sponsored organization must provide all supporting information and documents (photos, videos, reports, etc.) showing that the event has taken place in accordance with the terms of the agreement as soon as possible after the event and submit them to the Corporate Communications and Marketing Department⁶. If the sponsorship concerns a project that will be repeated multiple times, the frequency of reporting such information and documents must be specified in the sponsorship agreement;
- Supporting documents such as receipts and invoices are retained by the accounting department and the transactions carried out are recorded in accordance with the relevant legislation;
- All donations and sponsorships are reported to the Setur Marinas Legal and Compliance Counsel;
- All documentation related to review, approval, implementation and monitoring processes is retained so that it can be used for audit and compliance reviews when necessary;
- Information regarding donation and sponsorship activities is reported annually to Koç Holding in the form of a list (including purpose, institution and due diligence results) and, if required, to Setur Legal and Compliance Department.

5 AUTHORITY AND RESPONSIBILITIES

All employees and managers of Setur Marinas are responsible for complying with this Policy. Each Setur Marinas company expects all Business Partners to act in compliance with this Policy to the extent applicable to the relevant party and transaction and takes the necessary steps to ensure this. In the event of any discrepancy between this Policy and the local legislation applicable in the countries where Setur Marinas operates, the stricter provision between the Policy and the legislation shall apply, provided that it does not constitute a violation of local law.

⁴ Or another department or individual responsible for the same function.

⁵ Due Diligence will be conducted in accordance with Setur Marinas' Sanctions and Export Control Policy and Anti-Bribery and Anti-Corruption Policy. To the extent necessary, relevant documents will be shared with other departments.

⁶ Or another department/individual responsible for the same function.

If you become aware of any action that you believe violates this Policy, the applicable legislation, the Koç Group Code of Ethics or the Setur Marinas Code of Ethics, you may consult with or report the matter to your immediate supervisor. Alternatively, you may submit a report through the Ethics Line at <https://www.koc.com.tr/hotline>.

Setur Marinas employees may consult the Setur Marinas Legal and Compliance Counsel regarding questions about this Policy and its implementation. Violation of this Policy by an employee may lead to significant disciplinary sanctions, including dismissal. If any third party expected to comply with this Policy acts in violation of it, the relevant contracts may be terminated.

6 REVISION HISTORY

This Policy, adopted by Setur Marinas, entered into force with the approval of the Board of Directors on 31.01.2023.

This Policy is under the responsibility of the Setur Marinas Legal and Compliance Counsel. All significant amendments to the Policy must be approved by the Boards of Directors of Setur Marinas.

Revision	Date	Comment
No:1	13.05.2024	Expressions causing ambiguity have been improved.