

Setur Marinas

**Prevention of Retaliation
Policy**

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1. PURPOSE AND SCOPE

The purpose of this Prevention of Retaliation Policy (“**Policy**”) is to ensure that Setur Marinas employees and Business Partners are protected against any acts of retaliation they may be exposed to if they report, in good faith, actions they suspect to be in violation of Setur Marinas Ethical Principles, relevant policies, or applicable legislation.

All employees and managers of Setur Marinas are obliged to act in compliance with this Policy. Setur Marinas companies also expect all Business Partners to act in compliance with this Policy, to the extent applicable to the relevant party and/or transaction, and take the necessary steps to ensure this.

2. DEFINITIONS

“**Business Partners**” include suppliers, distributors, dealers, authorized services, and other third parties with whom a business relationship exists, as well as any representatives, subcontractors, consultants acting on behalf of the company, and their employees and representatives.

“**Disciplinary Action**” refers to the type of sanction imposed for a Disciplinary Offense as defined herein.

“**Disciplinary Offense**” refers to behaviors that may damage the reputation of Setur Marinas, disrupt workplace harmony, violate applicable legislation and/or Setur Marinas Ethical Principles, related policies, procedures, regulations, circulars, and other internal arrangements, as well as breaches of the relevant employment agreement, in accordance with Setur Marinas Disciplinary Policy.

“**Investigation**” refers to detailed and careful examination activities conducted to determine the truth regarding an incident, including cases where there is an allegation of a Disciplinary Offense.

“**Line Manager**” refers to the first manager to whom the employee directly reports.

“**Retaliation**” refers to any adverse action taken against a Whistleblower or other relevant persons contributing to an Investigation (e.g., individuals providing information or documents, witnesses, etc.), with the intent to punish them for making a report or supporting an Investigation. Such actions include, but are not limited to, demotion, disciplinary action, dismissal, salary reduction, or changes in duties or shifts affecting the individual or their relatives.

“**Setur Marinas**” refers to Tek-Art Kalamış ve Fenerbahçe Marmara Turizm Tesisleri A.Ş. and its branches (marinas), its subsidiaries including Kalamış and Fenerbahçe Marina İşletmeciliği A.Ş., 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., Makmarin Kaş Marina İşletmeciliği Turizm ve Ticaret A.Ş., and all companies directly or indirectly, solely or jointly controlled by Tek-Art Kalamış ve Fenerbahçe Marmara Turizm Tesisleri A.Ş. or the aforementioned companies, as well as joint ventures included in their consolidated financial statements. Any new marina branches and companies to be controlled directly or indirectly during the validity of this Policy are also included in the definition of “Setur Marinas.”

“Whistleblower” refers to the person making the report. This definition includes current and former employees of Setur Marinas, customers, Business Partners, and all other stakeholders.

“Whistleblowing” refers to the reporting of observations and concerns regarding actions that are suspected to constitute or may constitute a violation of legislation, Setur Marinas Ethical Principles, or relevant internal policies, procedures, regulations, or other internal arrangements, within the scope of Setur Marinas Whistleblowing Policy.

3. GENERAL PRINCIPLES

Setur Marinas encourages Employees and Business Partners to raise their concerns without fear of Retaliation¹. In this context, Setur Marinas undertakes to protect Employees and Business Partners who report in good faith and on reasonable grounds and/or contribute to Investigation processes, ensuring that their professional lives or ongoing business relationships with Setur Marinas are not adversely affected.

This Policy, prepared with a “zero tolerance for Retaliation” approach, primarily takes into account the following international standards and principles:

- UN Guiding Principles on Business and Human Rights (2011),
- UN Global Compact (2000),
- ILO Declaration on Fundamental Principles and Rights at Work (1998),

Accordingly:

- Retaliation is considered a clear violation of Setur Marinas Ethical Principles, the Whistleblowing Policy, and this Policy, and is subject to Disciplinary Action.²
- Setur Marinas continuously strives, with a proactive approach, to protect Whistleblowers and other relevant persons contributing to Investigations from retaliation, provided that reports are made in good faith, on reasonable grounds, and not for the purpose of causing harm, creating victimization, or obtaining personal benefit—even if the accuracy of the report cannot be proven through an Investigation.
- Necessary measures are taken to identify and protect Whistleblowers and other relevant persons (e.g., witnesses) who are exposed to or under threat of Retaliation.
- Unless duly requested by judicial or administrative authorities, it is essential to maintain the confidentiality of details that may reveal the identity of the reporting Employee, the reported person, and other relevant persons contributing to the Investigation (e.g., witnesses), including location, department, project, and role.
- Contracts signed with Business Partners are expected to comply with the principles set forth in this Policy to the extent necessary and applicable.

4. IMPLEMENTATION OF THE POLICY

4.1. Measures to Prevent Retaliation

¹ For more information, please refer to the Setur Marinas Reporting Policy.

² For more information, please refer to the Setur Marinas Disciplinary Policy and Workplace Policy.

During any Whistleblowing or ex officio Investigation process, if it is considered that the Whistleblower or other relevant persons may be exposed to Retaliation, and if deemed necessary by the relevant department conducting the Investigation (audit and/or compliance departments), measures including but not limited to the following may be taken to protect such persons.

In this case, responsibility for taking the necessary actions belongs to the Human Resources Directorate, subject to obtaining the consent of the Whistleblower and other relevant persons, and necessary measures are taken to ensure the confidentiality of the Investigation.

- **Right to Administrative Leave:** The Whistleblower or other relevant persons may be granted administrative leave for a certain period in order to ensure that they do not feel under any pressure during the Investigation process.
- **Right to Change Workplace or Department:** The Whistleblower and other relevant persons may have the right to transfer temporarily or permanently to another workplace or department in cases where they have security concerns or to reduce pressure in the work environment.
- **Remote Working Opportunity:** In order to ensure physical safety or psychological comfort, the Whistleblower and other relevant persons may be offered the opportunity to work remotely during the Investigation process. This helps them avoid workplace pressure or direct contact.
- **Psychological Support and Counseling Services:** Providing psychological support to the Whistleblower and other relevant persons helps them cope with pressure and stress.
- **Increasing Security Measures:** Security measures at the workplace may be enhanced to ensure the physical safety of Whistleblowers and other relevant persons.
- **Definition of Flexible Working Hours:** The Whistleblower and other relevant persons may have the right to flexible working hours if they feel under psychological pressure. This may help create a more comfortable working arrangement by adjusting working hours.
- **Making Adjustments in the Work Environment:** Certain changes may be made to ensure that the Whistleblower and other relevant persons feel more comfortable and safe in the workplace. For example, desk or seating arrangements may be modified.

Considering the integrity and effectiveness of the Investigation, if deemed necessary, employees suspected of engaging in Retaliation may be temporarily removed from their duties. If the Investigation is conducted by authorized functions within the relevant Setur Marinas companies, approval of the General Manager of the relevant company is required for such a decision. For matters under the authority of Koç Holding, CEO approval is obtained based on the opinion of the Head of the Audit Group and the Chief Legal and Compliance Officer.

Furthermore, following the completion of the Investigation activities, if deemed necessary, the audit and/or compliance departments responsible may carry out the following assessment activities to determine whether individuals at risk of Retaliation have been exposed to such risk:

- **Employee Interviews and Surveys:** One-on-one interviews or anonymous surveys may be conducted at regular intervals with individuals at risk of Retaliation. Through these interviews or surveys, it is assessed whether employees and other relevant persons have been subjected to any adverse treatment.
- **Review of Performance and Salary Changes:** Factors such as performance evaluations, promotions, salary increases, bonuses, or position changes of Whistleblowers and other

relevant persons are monitored. It is ensured that these individuals are not subjected to more adverse treatment compared to other employees.

- **Monitoring of Duties and Responsibilities:** It is checked whether there have been any adverse changes in the job descriptions, responsibilities, or working conditions of Whistleblowers and other relevant persons. Any changes in position, working hours, or project assignments are carefully reviewed.
- **Regular Review Meetings with Managers:** Regular review meetings are held with managers to assess whether managerial decisions regarding Whistleblowers and other relevant persons are impartial and appropriate. It is verified that decisions taken in these meetings are based on objective grounds.
- **Rapid Review of Retaliation Allegations:** Any Whistleblowing reports containing allegations of Retaliation are promptly handled within the scope of Setur Marinas Whistleblowing Policy, and if deemed necessary, an Investigation process is initiated.

In order to ensure the effectiveness of these activities, the audit and/or compliance department conducting the Investigation maintains a list of Whistleblowers and other relevant persons, and the measures taken against Retaliation as well as the evaluation activities carried out are regularly reported to the Disciplinary Committee at least once a year.

4.2. Rights and Obligations of Whistleblowers and Other Relevant Persons

In order to protect Whistleblowers and other relevant persons from potential acts of Retaliation due to Whistleblowing reports made in accordance with Setur Marinas Whistleblowing Policy or their contributions to Investigation processes, the following rights are secured under this Policy:

- **Right to Report Without Fear of Retaliation:** Employees and other relevant persons are expected to report unlawful and/or unethical situations in accordance with company policies without fear of Retaliation. Provided that reports are made in good faith, based on reasonable grounds, and not for the purpose of causing harm, creating victimization, or obtaining personal benefit, Whistleblowers and other relevant persons are protected even if the accuracy of the report cannot be proven through an Investigation.³
- **Right to Job Security:** Provided that the report is made in good faith, the employment contracts of an employee who reports without remaining anonymous and other relevant persons contributing to Investigation processes cannot be terminated, they cannot be suspended, dismissed, forced to take paid or unpaid leave, reassigned, or subjected to similar actions without a valid reason. Whistleblowers and other relevant persons have the right to be protected from retaliatory actions such as salary reduction, denial of promotion, or reduction of responsibilities.
- **Right to Confidentiality and Anonymity:** The Whistleblower has the right to keep their identity confidential or to report anonymously. In this context, all information reported through Setur Marinas Ethics Line and other alternative channels is kept confidential to the extent permitted by legislation. Whistleblowers and all other persons providing information during the Investigation are obliged to keep both the information they provide and the information they may learn during the Investigation confidential and to protect the existence, confidentiality, and participants of the Investigation.

³ If it is determined during an investigation that a whistleblower or relevant individuals have intentionally provided false information with malicious intent, such employees and relevant individuals may be subject to disciplinary proceedings and disciplinary sanctions. For this reason, it is of the utmost importance that reports be based on observations and, where possible, be substantiated by evidence.

- **Right to a Fair and Impartial Investigation:** Complaints of Whistleblowers are reviewed in a fair and impartial manner. The Whistleblower has the right to request to be informed about their complaint and to have the Investigation process conducted transparently.⁴
- **Right to Equal Treatment and Protection of Working Conditions:** The working conditions, duties, and responsibilities of Whistleblowers and other relevant persons must be evaluated according to the same criteria as other employees. No adverse changes may be made to job descriptions, performance evaluations, or salaries based on the report.
- **Right to Psychological and Physical Safety:** Whistleblowers and other relevant persons have the right to continue working in a safe environment without being subjected to physical or psychological harassment or mobbing. They may also request access to internal or external psychological support where necessary.
- **Right to Raise Retaliation Allegations:** Whistleblowers and other relevant persons have the right to report any Retaliation they believe they have been subjected to within the scope of Setur Marinas Whistleblowing Policy.
- **Right to Information:** Whistleblowers have the right to be informed about the Investigation process and the measures taken. This information is provided depending on the status of the process, and where necessary, it may be decided to conduct the process entirely confidentially to ensure the safety of the Whistleblower and other relevant persons.
- **Right to Career:** The job security of Whistleblowers and other relevant persons cannot be threatened, and their career development cannot be hindered due to reporting.

This Prevention of Retaliation Policy does not provide protection in cases where Whistleblowers or other relevant persons report or engage in their own unethical or unlawful conduct. While reports made in good faith are protected under this Policy, reporting one's own misconduct does not constitute protection against Retaliation.

Furthermore, it is essential to prevent employees from using Whistleblowing to avoid sanctions such as dismissal or disciplinary action by reporting unethical behavior or performance deficiencies. Employees are not granted special protection in dismissal or disciplinary processes merely because they have made a report. Protection applies only to honest and good faith reporting; attempts to conceal performance or behavioral issues through reporting do not provide protection under this Policy.

5. AUTHORITY AND RESPONSIBILITIES

All employees and managers of Setur Marinas are required to comply with this Policy. Setur Marinas takes the necessary steps to ensure that all Business Partners are informed about this Policy.

In the event of any discrepancy between this Policy and the local legislation applicable in the countries where Setur Marinas operates, the stricter provision of the Policy or the legislation shall prevail, provided that it does not constitute a violation of local law.

⁴ While it is recommended that the department conducting the investigation provide the whistleblower with information regarding the progress and outcome of the investigation, a decision may be made to conduct the process entirely in confidence if deemed necessary.

If you become aware of any action that you believe is contrary to this Policy, applicable legislation, or Setur Marinas Ethical Principles, you may consult your line manager or report the matter. Alternatively, you may submit a notification via Setur Marinas Ethics Line at “koc.com.tr/hotline”.

Setur Marinas employees may consult Setur Marinas Legal and Compliance Department regarding any questions about this Policy and its implementation. Violation of this Policy by an employee may result in significant disciplinary sanctions, including termination of employment. 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 01.10.2025, and Setur Marinas Legal and Compliance Counsel is responsible for updating the Policy.

Revision	Date	Comment