



DOĞAN BURDA DERGİ

**ANTI-BRIBERY AND ANTI-
CORRUPTION POLICY**



1. OBJECTIVE

The objective of this policy is to explicitly define Doğan Burda Dergi's approach to bribery and corruption. With this policy, the Doğan Burda Dergi aims to adhere to anti-corruption and anti-bribery laws and regulations as well as to the legal regulations and ethical principles in those countries where the company operates. In doing so, the Doğan Burda Dergi also seeks to determine the rules and responsibilities governing corruption prevention.

2. SCOPE

Our anti-bribery and anti-corruption policy covers the following parties;

- a. Members of the Board of Directors of Doğan Burda Dergi,
- b. Doğan Burda Dergi managers and employees,
- c. People and companies (business partners) such as external service providers, consultants, lawyers and external auditors that perform tasks or projects on behalf of the company.

This policy is an integral part of the following;

- d. Publicly declared Corporate Governance Principles and Ethical Principles and Rules of Conduct
- e. Discipline Regulation.

3. DEFINITIONS AND ABBREVIATIONS

This section briefly explains the special terms and phrases, concepts and abbreviations expressed in this policy.

- 3.1. **DB:** Doğan Burda Dergi
- 3.2. **Senior Management:** Refers to Doğan Burda Dergi Executive Board, CEO and C Level Managers.
- 3.3. **Document:** Refers to procedures and all kinds of other similar texts which contain the policies, regulations, procedures and work processes of Doğan Burda Dergi that can be accessed by relevant employees.
- 3.4. **Name of the Document:** Refers to the topic of the document.
- 3.5. **Employee:** Refers to the Doğan Burda Dergi staff.
- 3.6. **Service Provider:** Refers to the staff of any company which provides services for the Doğan Burda Dergi or the staff of the company for which the Doğan Burda Dergi provides services (provider, subcontractor, customer, etc.).
- 3.7. **Corruption:** Refers to cases where someone in a position of power misuses, either directly or indirectly, his power and authority for private gain.
- 3.8. **Bribery:** Refers to the act of giving money, goods or other forms of recompense to a recipient in exchange for an alteration of their behavior, such as doing or not doing a work, slowing down or speeding up a work.
- 3.9. **Public Official:** Refers to persons who have been permanently, contractually or temporarily appointed or chosen for the execution of public duties, as specified in the Penal Code. **"The public":** Refers to all state bodies performing public services.



4. 4.1 ROLES AND RESPONSIBILITIES

Board of Directors

The Board of Directors is responsible for the supervision of the determination and enforcement of the reporting, inspection and enforcement mechanisms which are put into place in case of failure to comply with the Policy, rules and regulations.

4.2 Executive Board

The Executive Committee is responsible for supporting the Board of Directors for the establishment of a controlled and reliable work environment conforming to ethical values and related laws and regulations.

The Executive Board is responsible for the preparation, development and updating of this policy. The Executive Board reviews the Anti-Bribery And Anti-Corruption Policy, Ethical Principles and Rules of Conduct and the Discipline Regulation in terms of their currency and need for development and updates and renews them where necessary.

The Executive Board is responsible for

- a. taking necessary measures to ensure the compliance of employees with the principles of this Policy,
- b. assessing possible risks and their related financial and reputational impacts on the institution,
- c. taking necessary measures with regards to the proper establishment and enforcement of the risk minimizing measures to manage identified risks,
- d. reporting issues to the Internal Audit Department for the review of matters contrary to the Policy,
- e. taking necessary measures to ensure the compliance of the external service providers and business partners with the Policy.

4.3 Audit Committee

The duties and responsibilities of the Audit Committee have been prepared in accordance with the legal regulations, set down in black and white, approved by the Board of Directors and publicly disclosed on our website. The committee is responsible for

- a. assisting the Board of Directors in its auditing and monitoring activities,
- b. monitoring the functioning and the efficiency of the accounting and the reporting system and the internal control system,
- c. carrying out risk assessments in regards to the companies providing the company with support services as well as monitoring and auditing their competencies.

4.4 Human Resources Department

Human Resources Department is responsible for taking all necessary measures during human resource processes (recruiting, communication, training, etc.) to ensure compliance with the policy.



4.5 Doğan Burda Dergi Employees

Doğan Burda Dergi Employees are responsible for

- a. complying with the policies determined by the Board of Directors,
- b. working in accordance with external and internal regulations, and
- c. reporting any conduct, activity or practice contrary to the Policy to Chief Financial Officer.

4.6 External Service Providers and Business Partners

External Service Providers (including support services) and business partners must comply with the principles of the Policy and other related regulations. All commercial relations are terminated with non-compliant persons or organizations.

4.7 Investor Relations Department

Within the framework of this policy, the Investor Relations Department is responsible for regulating the relations between the corporate investors, portfolio managers, analysts, current and potential shareholders of the Doğan Burda Dergi and for carrying out public disclosure practices in a transparent way notifying all the concerned parties simultaneously. The Investor Relations Department of Doğan Burda Dergi is responsible for publishing the prepared document on the company website. The Investor Relations Department is also responsible for the publication of the prepared document on the company portal and its internal distribution.

5. IMPLEMENTATION PRINCIPLES

5.1. Bribery and Corruption

Doğan Burda Dergi has issued an anti-bribery and anti-corruption policy as an indication of the sensitivities it displays regarding ethical business activities. Bribery and corruption may take place in many different forms, including:

- a. Cash payments, political or other donations,
 - b. Commission,
 - c. Facilitation payments,
 - d. Social benefits,
 - e. Gifts, representations, and entertainments in forms other than those defined in the Code of Ethics and Rules of Conduct,
 - f. Employment of a relative,
 - g. Other benefits,
 - h. Promotion
- etc.



Within the context of the principles determined in this policy, we hereby undertake to carry out our activities in an equitable, transparent, and honest manner, in compliance with legal rules and ethics.

Besides being extremely sensitive about fighting with bribery and corruption, we are against bribery and corruption and never tolerate activities involving bribery and corruption. In this respect, offering, implying, receiving, or accepting bribe is unacceptable.

As an adopted principle, we discontinue our business relationship with 3rd parties, who demand to work with the Doğan Burda Dergi through bribery.

Our employees are not punished for any delay or loss of earnings that would arise from their rejection to offer or accept bribery.

We comply with local laws, regulations, and principles as well as those effective in the countries of operation with respect to bribery and corruption. We comply with the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions and other anti-bribery and anti-corruption regulations issued against bribery and corruption in the sectors we operate.

5.2. Relationships with the Public

It is not acceptable to promise or imply giving any valuable gift and/or article or making any direct or indirect payment to a Public Official for the purpose of influencing an official action or decision.

Besides, our employees may not, directly or indirectly, administer bribe to public officials in order to obtain benefits in public works. Therefore, our employees are obliged to act in compliance with the Anti-Bribery and Anti-Corruption Policy of Doğan Burda Dergi.

5.3. Agreements and Tenders

As Doğan Burda Dergi, we take care to act in compliance with this policy in any agreements we are a party to, in case a business relationship is started or continued, and in any public or private tenders. Furthermore, as Doğan Burda Dergi, we act in accordance with this policy in company merger and acquisition transactions as well as joint venture processes and we expect the target companies or those we work with in these processes to act in compliance with this policy as well.

5.4. Facilitation Payments

As Doğan Burda Dergi, we do not permit facilitation payments to guarantee or accelerate a routine transaction or a process (obtaining permission, license, tender processes, etc.) with public agencies.



5.5. Donation and Gift

The matters concerning donations and gifts in Doğan Burda Dergi and the principles regarding their entry in records have been regulated in detail in the Code of Ethics and Rules of Conduct of Doğan Burda Dergi.

Our employees may not accept or offer any gift that would damage their independence in their relationships with public employees, customers, suppliers, and other business partners.

We take care not to cause any situations that might result in or be perceived as a conflict of interest and to prevent any offer or acceptance of gifts in such situations.

5.6. Keeping of Records

The matters with which the companies included within the organization of our Company are obliged to comply in relation with the accounting system have been set out within the framework of the relevant legislation and regulations.

- a. We take care to ensure that; any and all accounts, invoices, and documents concerning our relationships with third parties (customers, suppliers, other service providers, etc.) are kept and stored in records in complete, transparent, precise, fair, and reliably accurate form,
- b. Internal control systems are established in order to prevent informal transactions,
- c. No alterations are made on any accounting or similar commercial records concerning any transaction and the facts are not distorted.

5.7. Representation and Entertainment

The following may be included among representation and entertainment activities;

- a. Social Activities,
- b. Accommodation,
- c. Lunch or Dinner Invitation.

Doğan Burda Dergi may carry out representation and entertainment activities in order to develop its commercial relationships and establish a commercial communication network.

We take care to ensure that these activities are within reasonable limits. We take care not to carry out such representation and entertainment activities prior to a prime and important decision-making process.

5.8. Training and Communication

Our Anti-Bribery and Anti-Corruption Policy has been communicated to the employees of the Doğan Burda Dergi and it is continuously and easily accessible through the Doğanbiz portal of the Company.

Briefings are organized in order to raise the awareness of our employees with regard to bribery and corruption.