

## CODE OF ETHICS

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### Message from the CEO

Dear Distinguished Stakeholders,

As KoçMedikal, together with all our companies we aim to conduct our activities as a company that prioritizes sustainability and respects people and society.

Our Code of Ethics, cover the basic behavior principles of our company and constitute our most important tool to ensure that our employees and business partners act in accordance with high ethical values.

In this context, the opinion formed under the leadership of Vehbi Koç, the founder of our Group, provides guidance for all of us: "Our main principle is to act equitably and for mutual interest in good faith during all of our dealings, and to comply with laws and moral rules."

We have updated our Code of Ethics in order to further strengthen this understanding in line with the requirements of the rapidly changing world and the "Compliance Project" carried out under the leadership of Koç Holding, of which we are a part.

We believe that KoçMedikal Code of Ethics will be the main guide in our trust-based cooperation with all our stakeholders, especially our colleagues.

We find it very valuable that ethical principles and values are internalized and transferred to future generations by transforming them into a corporate culture that lives within KoçMedikal. We will continue our awareness activities accordingly.

I would like to thank you all for the cooperation and effort you have shown to implement KoçMedikal Code of Ethics.

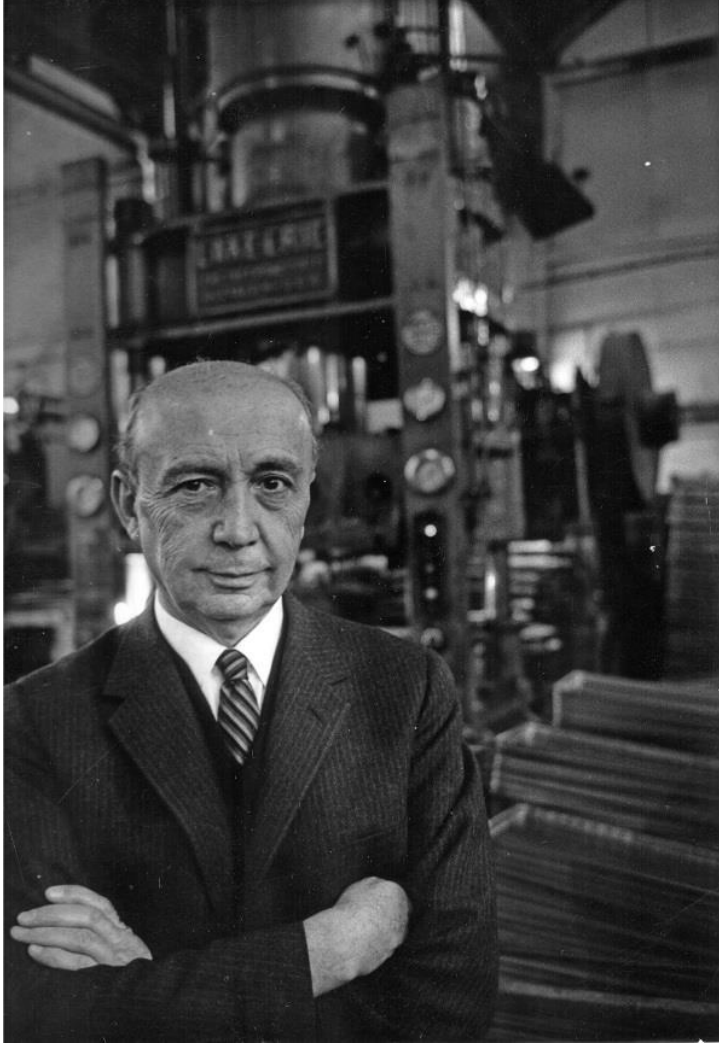
Kind regards,

İlker Soydan

## 1. OUR CORE VALUES

As KoçMedikal<sup>1</sup>, we perform our activities and act in accordance with the objectives and principles defined by our founder Vehbi Koç.

Integrity, honesty, responsibility, trust, and respect are our core values that guide us during our decisions and actions. As KoçMedikal employees and managers, we act within the framework of these values to create cultural integrity.



## VEHBI KOÇ'S PRINCIPLES

*Our customers are our benefactors.*

*Our ultimate goal is always to be the best.*

*Our objective is to create resources for continuous development.*

*Our most important capital is our human resources.*

*Superior business ethics and honest work principles are the basis of our actions.*

*Our main principle is to act equitably and for mutual interest in good faith during all our dealings, and to comply with laws and moral rules.*

<sup>1</sup>"KoçMedikal" means Koç Medical B.V., Bıçakçılar Tıbbi Cihazlar Sanayi ve Ticaret A.Ş. and all companies that Bıçakçılar Tıbbi Cihazlar Sanayi ve Ticaret A.Ş. directly or indirectly, individually or jointly are under its control.

## 2. OUR CODE OF ETHICS – WHY AND FOR WHOM?

KoçMedikal Code of Ethics is a guide for KoçMedikal directors and officers, employees, and Business Partners (it includes suppliers, customers, contractors, all kinds of representatives, subcontractors, consultants, etc. acting on behalf of KoçMedikal, as well as their employees and representatives and other third parties with whom KoçMedikal has a business relationship). All KoçMedikal employees are bound by and shall comply with Koç Group and KoçMedikal Code of Ethics, as well as the regulations of countries where the company they work for operates and is in business relation with. KoçMedikal also expects and takes necessary steps to ensure that all of its Business Partners to comply with KoçMedikal Code of Ethics and other related policies to the extent they are relevant.

Maintaining compliance with KoçMedikal Code of Ethics is the duty of all KoçMedikal employees. The senior management of KoçMedikal also shows leadership in this respect.

Our Code of Ethics is based on the following three operational pillars of the KoçMedikal Compliance Program:

- Protection – We aim to spread and embed an honest business culture at all levels and in all countries that we operate.
- Detection – We encourage our employees to speak up and give voice to our values.
- Response – We duly investigate the violations with a fair approach, take precautions when necessary, and endeavor to continuously develop and improve our system.

In situations which are not explicitly addressed in the Koç Group or KoçMedikal Code of Ethics or relevant policies, employees must act in the spirit of Code of Ethics and according to the fundamental ethical values. When in doubt, we contact Legal and Compliance Department for guidance.

Please refer to KoçMedikal Compliance Policy for detailed information.

### **False Fact:**

*It is the duty of the KoçMedikal Legal and Compliance Department to ensure that KoçMedikal complies with the regulations and contractual commitments.*

### **Fact:**

*It is the duty of all KoçMedikal employees to comply with the regulations and contractual commitments. The KoçMedikal Legal and Compliance Department is responsible for taking necessary measures to ensure that all KoçMedikal employees and Business Partners act according to these obligations.]*

### 3. OUR PRINCIPLES AND POLICIES

#### 3.1 Respect to Human Rights

As KoçMedikal, we always aim to be a model corporation, employing the most successful and competent professionals who can generate the added value that will ensure sustainable growth, and always be an organization that we are all proud to be a part of.

We adopt the United Nations Declaration of Human Rights and aim to ensure that our KoçMedikal Code of Ethics and relevant policies are in compliance with these principles.

We show maximum effort to ensure that we act in an equitable and fair manner to our employees and expect our stakeholders to do the same.

- We communicate with all our stakeholders in a way that is consistent with our values and our corporate identity.
- When recruiting, we use a single criterion for recruitment, which is the suitability of qualifications to the job, disregarding any gender, language, religion, color, age, nationality, thought and wealth difference.
- We reward success through fair and competitive remuneration policies, as well as effective and objective performance assessment systems and practices.
- We aim to strengthen the loyalty of employees to the company by creating equal opportunity in appointments, promotion, rotation and rewards.
- We provide equal opportunity and possibilities for training, guidance, and development of employees.
- We create a work environment in which transparency and mutual respect are encouraged and where cooperation and solidarity are the most important elements.
- We do not tolerate any form of discrimination in the workplace.
- We provide clean, healthy, and safe working conditions for our employees.
- We respect our employees' right to organize as a union and collective bargaining.
- We do not tolerate any form of violence and harassment.
- We do not tolerate child labor, slavery, human trafficking and forced labor.
- We use company resources responsibly.

#### **Question:**

*My manager is frequently asking questions about my ethnic origin and family. I do not want to take any action since I do not want to lose my job, but I am afraid he/she may block my promotion.*

#### **Answer:**

*If you believe your manager's behaviors have a negative effect on you and lead to discrimination in the workplace, you can notify this situation to his/her superior, the officer or department in charge of compliance or to the ethics hotline anonymously.*

Please refer to KoçMedikal Human Rights Policy for detailed information.

### 3.2 Compliance Under Any Circumstances

We comply with the regulations in every country we operate, act according to our Koç Group and KoçMedikal Code of Ethics when the regulations are unclear and contact competent authorities when necessary.

As KoçMedikal, we see intellectual and industrial property rights as an important instrument in creating sustainable competitive advantage and obtaining the best business results. In this regard, our fundamental principles are to protect the innovations that make a difference and our strong brands in the markets we operate, to create value from our portfolio, to be open to collaboration in this area, and to respect the intellectual and industrial property rights of third parties.

We act in compliance with the regulations pertaining to the processing of personal data and we take necessary precautions, accordingly. Within this concept, as KoçMedikal, we act according to the principles and the related legislation.

We record all our commercial transactions and keep our records completely and clearly according to the legislation in effect, and make sure that the agreements with third parties are clear, understandable, comply with the regulations and Koç Group and KoçMedikal Code of Ethics.

We provide necessary training for our employees. However, we also expect them to know under which circumstances they are required to ask for support from the Legal and Compliance Department.

We know that compliance not only affects the related employee, department, or company, but also the entire KoçMedikal. We are also aware that we must act according to the local regulations and international arrangements within the scope of the KoçMedikal's contractual obligations, and that any in compliance can lead to administrative penalties for the company, and that individuals may also be held liable.

### Questions We Must Ask to Ourselves While Acting on Behalf of KoçMedikal

*Am I acting in compliance to the laws?*

*Am I acting in accordance with the Code of Ethics and the related policies of our KoçMedikal and Koç Group?*

*Am I reflecting Koç Group and KoçMedikal's culture correctly?*

*Have I considered the relevant risks?*

*Will my action affect my KoçMedikal's reputation or Koç Group negatively?*

### 3.3 Anti-Bribery and Anti-Corruption

As KoçMedikal, we perform each task and make every decision according to the highest ethical standards. In accordance with the United Nations Global Compact, we resolutely take necessary actions against bribery and corruption.

In line with our ethical principles, relevant policies and standards, it is strictly forbidden to provide advantages to local or foreign officials and other third parties to obtain illegal benefit, regardless of whether they are public servants. This prohibition includes providing, offering, promising to give anything of value to third parties, who are directly or indirectly related to the KoçMedikal's commercial activities, to affect their decision, and to accept such values from these parties.

All our employees must comply with the local and relevant international regulations and KoçMedikal policies and standards pertaining to bribery and corruption, and we expect all our Business Partners to act accordingly.

#### Gifts and Hospitality

Our gift and hospitality practices within KoçMedikal must conform to the below criteria:

- Must comply with the regulations.
- Must be occasional, within the limits and reasonable amounts specified in the policies and procedures.
- Must not be in cash or equivalent.
- Must be recorded in our books in a clear and transparent way.
- Must be carried out according to the commercial practices.
- Must not be of a nature that would affect any decision-making process in our business relations.
- Must not damage the Koç Group and KoçMedikal's reputation if they become public.

#### Question:

*Ahmet, who works at the sales department of "A", one of our suppliers, sends gifts to our purchasing department regularly. These gifts can be local desserts, chocolates, shirts, or ties. Can we accept such gifts from companies we work with in order not to disrupt our continuing business relationship?*

#### Answer:

*If the gifts and hospitalities are provided regularly, and if their price exceeds reasonable amounts, this situation constitutes a contradiction with the Gift and Hospitality Criteria. If the gifts are sent regularly and their prices exceed a reasonable level, they may affect the decision-making process or create the impression that they do, because of which such gifts must not be accepted.*

Please refer to KoçMedikal Anti-Bribery and Anti-Corruption Policy and KoçMedikal Gift and Entertainment Policy for detailed information.

### 3.4 Preventing Conflicts of Interest

While making decisions based on our roles and responsibilities in KoçMedikal, we avoid situations, where our personal interests and responsibilities conflict with those of KoçMedikal, such as gaining personal benefit or providing improper advantage to our family or friends, or any situation that may give such impression and may impair our impartiality in the decision-making process.

If we find ourselves in a situation that can be considered as a potential conflict of interest, we shall inform our managers, the Legal and Compliance Department, to avoid possible damages such situation might cause. In order to prevent potential conflicts of interest:

- We avoid gaining personal interest for ourselves or our relatives and friends by abusing our position or authority.
- We make sure that our personal investments outside of work or occupations other than any business activity do not prevent us from allocating time and attention to our work in KoçMedikal, and we avoid any situation that may avert us from focusing on our own duties.
- Even outside the working hours, we do not engage in any activity and/or enter into a business relationship that may be contrary to our loyalty obligation to Koç Group and/or that may adversely affect our individual performance.
- We inform our managers and Legal and Compliance Department in the event that a person in a primary decision-making position at Business Partners of KoçMedikal, is our relative or close associate.

It is very important and must be taken into consideration if KoçMedikal employees, after leaving their job at KoçMedikal, establishes a company or becomes a partner in a company and carries out business with KoçMedikal as a seller, contractor, consultant, broker, representative, dealer, or a similar position, as such business can create negative perceptions. Since it is necessary to act within the framework of our Code of Ethical before or after such a process, without the approval of the CEO, we do not establish a commercial relationship with a supplier in this situation until 2 years have expired after the date, they leave KoçMedikal. <sup>2</sup>

#### **Question:**

*I am one of the decision-makers in the purchasing process of my company. My cousin is a major shareholder in one of our candidate suppliers. However, this company is in compliance with our standard purchasing procedures, proficient in its area, and offers the highest quality products. We will probably sign the contract with them. What should I do?*

#### **Answer:**

*This company may be selected as a supplier if fair and impartial assessment has been performed during the evaluation process. However, to prevent the impression that you selected them to gain personal interest, you should not be involved in the decision-making process. Therefore, you must inform your immediate superior about this matter and ensure that another manager makes this decision. Thus, you can ensure that the decision is made in an ethical and transparent manner. |*

<sup>2</sup> For your queries and detailed information about the process, you can consult the KoçMedikal Legal and Compliance Department.

### 3.5 Prevention of Laundering the Proceeds of Crime, Financing of Terrorism and Weapons of Mass Destruction

Integration of income derived from illegal activities into the financial system by creating the impression that it has been gained through legal methods is called money laundering.

As KoçMedikal, in compliance with local and international regulations, we take necessary measures against and avoid all kinds of commercial transactions that can be seen as the laundering the proceeds of crime, financing of terrorism and weapons of mass destruction and perform Due Diligence before entering to a business relationship. As KoçMedikal, we do not interact with third parties about whom we do not have sufficient information, which have negative intelligence, which pose a risk and raise doubts for these reasons.

Please refer to Prevention of Laundering the Proceeds of Crime, Financing of Terrorism and Weapons of Mass Destruction for detailed information.

### 3.6 Compliance with Economic Sanctions and Export Controls

As a global Company, we take effective and necessary measures to ensure compliance with regulations on economic sanctions and export controls.

In this regard, we do not establish direct or indirect commercial relationships with persons in sanctions or embargo lists, unless necessary in which case, we first obtain the approval of the Legal and Compliance Department to ensure that such relationship does not constitute a violation of applicable laws or our contractual commitments.

Please refer to KoçMedikal Sanctions and Export Controls Policy for detailed information.

#### **Question:**

*If the company I trade is not in the sanction list, but is located in a country to whom comprehensive sanctions which are described in the KoçMedikal Sanctions and Export Controls Policy are applied, can I still trade with it?*

#### **Answer:**

*In countries which are subject to comprehensive sanctions, the origin of the raw materials of the product sold, the currency by which the payment is made, the nationality of the persons who sign the transaction must also be controlled in addition to the party you trade with. If we trade with these countries, the approval of the officer or department in charge of compliance must be obtained. ]*

### 3.7 Privacy

We know that it is restricted to use or disclose personal, commercial, financial, technical, legal and/or similar confidential information of KoçMedikal, our employees or business partners for our own benefit or on behalf of the third parties' interest and take necessary actions to protect the confidential information that comes into possession due to our roles and responsibilities.

We use the obtained information only for the purposes of work that we are obliged to perform in relation to our job descriptions. We act according to the regulations and our contractual obligations while sharing commercial secrets and other confidential information.

We protect the confidential information that we have even after we leave KoçMedikal, and do not share them with third parties.

### 3.8 Donation, Sponsorship and Community Investments

In order to support social development in the countries we operate, we make donations and perform sponsorship activities which conform to our principles. We carry out donation and sponsorship procedures in a transparent manner and ensure that these activities do not contradict with Group values or commercial interests.

We do not donate or sponsor any activity which violates human and animal rights, or which promotes tobacco, alcohol, and drug consumption, or which harms nature. We do not donate to organizations that discriminate against people based on gender, language, religion, race, color, age, ethnicity, nationality and thought differences, or sponsor such activities.

#### Community Investments

We develop longstanding collaborations aimed at the needs of the countries we operate in and invest in environmental and social matters. We attach importance to whether the community investments are in parallel with our business priorities and performed in cooperation with the coordination of expert organizations or individuals.

#### Political Activities

We do not donate to political parties, politicians, or political candidates. However, we are respectful of our employees' participation in legal political activities voluntarily, and do not restrict them. KoçMedikal resources (working times, vehicles, computers, e-mail, etc.) cannot be used for political activities and personal donations to be made to this end. Political demonstrations, propaganda and similar activities are not permitted in the KoçMedikal premises.

Please refer to KoçMedikal Sponsorship and Donation Policy and Community Investments Policy for detailed information.

### 3.9. Compliance with Competition Laws

As KoçMedikal, in order to maintain our reputation, we act in accordance with laws and relevant company policies, in all the countries that we operate. We do not participate in practices which might contradict the relevant competition laws.

Our fundamental principles within the scope of Competition Laws are as follows:

- To comply with the relevant legislation regarding competition law,
- Not to make agreements or act together with competitors or other persons or organizations that can directly or indirectly hinder, disrupt, or restrict competition, or that can have this effect outside the limits permitted by the laws,
- To obtain information about competitors only through methods compliant with the laws and precedents, and to refer or use such information by providing our legitimate sources in all relevant documents,
- To avoid behaviors which could be interpreted as abuse of dominant position by our companies that hold such position in the relevant markets,
- To avoid negotiations and communications at private or professional meetings and gatherings such as associations, councils, chambers, professional association meetings, conferences, fairs, etc. where our employees attend as KoçMedikal representatives which could lead to violation of the above listed rules and principles,
- To handle matters within the KoçMedikal which could lead to violation of competition laws, with the same care and diligence.

#### **Question:**

*Can we contact a person who worked in a rival company in the past and ask him/her to obtain information about prices, costs, stocks, price increases and decreases, and campaigns of his/her previous employer?*

#### **Answer:**

*Sharing information about prices, costs, stocks, price increases and decreases, and campaigns, which are considered as “competition-sensitive”, is strictly forbidden in terms of the competition law, and may lead to heavy penalties both for KoçMedikal and individuals involved. Therefore, you should avoid obtaining information about the competitors directly from them via employees or other means.]*

Please refer to KoçMedikal Competition Law Compliance Policy for detailed information.

### 3.10 Creating a Healthy and Safe Work Environment

One of KoçMedikal's objectives is to create a healthy and safe work environment for our employees and ensure that our Business Partners such as our customers, suppliers, contractors also create such work environments. We take all kinds of measures to this end and provide training about occupational health and safety to increase awareness.

We perform our operations in a healthy and safe manner without risking the lives of our employees, Business Partners, and society. Within this concept, we use safely designed facilities, work with professionals who are experts in their fields, and prioritize safety in our processes.

In KoçMedikal, we prioritize human life. No work is so important that it can be performed without occupational health and safety measures. Our employees act according to all Occupational Health and Safety regulations, and KoçMedikal Policies, and notify any unsafe working conditions through our communication channels. We promptly notify any accident, injury, or unsafe condition. We identify our emergency scenarios and make necessary preparations; we know what needs to be done in case of an emergency. We do not come to work under the influence of drugs or alcohol, in such a case we do not use a Company vehicle.

#### **Question:**

*My manager smokes in the production area, although it is forbidden to keep flammable materials in the working area for our safety. What should I do in this situation?*

#### **Answer:**

*If possible, you should warn your manager at first. If he continues the same behavior, you can bring the issue to the attention of your senior manager or Human Resources Department. If you want to keep yourself anonymous, you can submit a report to KoçMedikal Ethics Line via*

*[www.bicakcilar.com/en-](http://www.bicakcilar.com/en-EN/hotline)*

*[EN/hotline](http://www.bicakcilar.com/en-EN/hotline)” or*

*[koc.com.tr/hotline](http://koc.com.tr/hotline)*

### 3.11 Using Social Media Accounts

As KoçMedikal, we continue to use social media, according to KoçMedikal principles and brand values. We are aware that personal social media accounts are a part of individuals' private lives and respect their sharing preferences.

We are also aware of the benefits to be gained from the correct usage of social media, and the reputation risks that might be brought on Koç Group and KoçMedikal. Therefore, we avoid sharing information and documents, images or videos which could lead to disputes and ambiguities regarding company matters, and which could violate the companies' confidentiality rules. We make sure that we act according to the regulations, Koç Group and KoçMedikal Code of Ethics and relevant policies in our social media posts.

Please refer to Koç Group Social Media Guidelines for detailed information.

#### **Question:**

*What should I do if I see a content on social media about "KoçMedikal" Corporate Brand and/or Koç Group brands which I believe is important?*

#### **Answer:**

*Please send the content to KoçMedikal Corporate Communications department via e-mail at*

[kurumsaliletisim@kocyasa.com](mailto:kurumsaliletisim@kocyasa.com)

*In this way, we can take necessary action as soon as possible. ]*

### 3.12 Being Honest and Fair in our Relationships with the Stakeholders

Stakeholders are all parties for whom KoçMedikal's activities have an effect or whose activities have an effect on KoçMedikal. Below are our fundamental principles in our relationships with our stakeholders:

- We use objective criteria while selecting our suppliers, customers, contractors, and business partners and attach great importance to build business relationships with parties who respect human rights, who apply anti-bribery and anti-corruption principles, and who perform their legal obligations.
- We keep our communication channels with our stakeholders open, and always take their complaints and suggestions into consideration.
- We always adhere to confidentiality rules in our visits and audits to our stakeholders.
- We expect all our stakeholders to comply with relevant laws and regulations.
- We avoid making personal statements to the public, and when it becomes necessary to inform the public according to the Disclosure Policy, we do so on behalf of KoçMedikal only through authorized employees.
- We always give honest and reliable information to the public and media. We do not use expressions in our press statements which contradict our ethical values.
- We protect the rights and interests of the shareholders determined by the laws.
- We make maximum effort to create value in return for the resources they provide and distribute the profit according to the laws and regulations or use it for investment.
- We ensure that the companies are administered according to the principles of trust and honesty which we have followed since the establishment of KoçMedikal. We also aim to achieve sustainable growth and profitability, and manage the resources, assets, and work time of our companies efficiently.

Please refer to Koç Group Disclosure Policy and Supply Chain Compliance Policy for detailed information.

#### **Question:**

*A customer we have been working with for many years is owned by a well-known and respected family in the industry and has been showing a high performance lately, and we have a very profitable business relationship for KoçMedikal. However, I have learned that some of its employees were uninsured, and that underage children were employed during busy periods. Our customer states that this situation was caused by necessity, and that none of its employees complained of the situation, and that all salaries were paid in cash by hand. What should I do?*

#### **Answer:**

*As KoçMedikal, we expect our Business Partners to comply with the regulations and we take necessary precautions in this manner. Since it is inappropriate to maintain the business relationship with such a customer, it is required to take immediate action within the concept of open communication channels. Otherwise, you should act in accordance with your immediate manager or Legal and Compliance Department and inform the customer stating that the contract cancellation can be taken into consideration.]*

## 4. RASING THE CONCERNS

### 4.1. Obligation to Notify

As KoçMedikal, we know that the violation of laws and regulations and KoçMedikal Code of Ethics threaten the general interests of individuals, our companies, and the society, and that it leads to injustice, may cause material and moral damage, and that, when legally required it is also our moral duty to notify the authorities in such situations.

KoçMedikal attributes great importance to honesty and accountability in all its activities. It is our duty to maintain a culture of honesty and respect, and to oppose behaviors which might contradict the KoçMedikal's ethical standards. Therefore, all our employees act in accordance with the Koç Group and KoçMedikal Code of Ethics and relevant policies. We report our concerns to the Legal and Compliance Department via the email address [hukukveuyum@kocyasa.com](mailto:hukukveuyum@kocyasa.com) without fear of retaliation.

In case of any doubt, we consult our concerns to the Legal and Compliance Department. Alternatively, we notify KoçMedikal Ethics Hotline with the option of anonymous reporting via the address "[koc.com.tr/hotline](http://koc.com.tr/hotline)".

In order to manage KoçMedikal's reporting mechanism in the best possible way, those who witness or suspect misconduct, or unethical behavior are expected and supported to raise their concerns. The managers must forward any wrongful actions notified to them to the Ethics Hotline.

The matters that can be notified include but are not limited to the following:

- Criminal activities such as theft and fraud,
- All kinds of discrimination (race, religion, language, color, gender, age, etc.)
- Violation of Code of Ethics, laws, moral values and regulations,
- Threats against social security or health,
- Inappropriate use of KoçMedikal equipment,
- Fraudulent activities in the accounting records,
- Giving or receiving bribes,
- Disclosing the KoçMedikal's secrets,
- Taking actions that are subject to a conflict of interest between KoçMedikal or KoçMedikal employees and themselves,
- Money laundering,
- Environmental damage,
- Harassment,
- Mobbing.

Please refer to KoçMedikal Whistleblowing Policy for detailed information.

## 5. EFFECTIVE DATE

KoçMedikal Code of Ethics has entered into force with the decision of KoçMedikal Board of Directors dated 01.10.2024 and Legal and Compliance Department is responsible for updating the Policy.