BAYKAN DENIM BUSINESS ETHICS AND CODE OF CONDUCT

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1. Objective

BAYKAN DENIM Code of Business Ethics and Conduct has been established to regulate internal relations, to regulate relations with customers, suppliers and other stakeholders, to increase service quality, to increase efficiency in the effective use of resources and to prevent unfair competition.

The ultimate goal of BAYKAN DENIM Code of Business Ethics and Conduct is to put our code of conduct in writing and raise the awareness of our employees and stakeholders in order to create a common corporate culture on business ethics as a socially responsible organization. In this direction, it is aimed to guide BAYKAN DENIM employees and those acting on behalf of the company to act in accordance with the laws and business ethics in the decisions they will make and the behaviors they will show while performing their duties.

2. Scope

Our Code of Ethics is in integrity with company policies, values and principles. It covers BAYKAN DENİM and its subsidiaries, BAYKAN DENİM employees, members of the Board of Directors, suppliers and business partners, proxy workers and all third parties with whom business is conducted.

3. Definitions

Employer (Company): Baykan Denim Konfeksiyon A.S.

Employee: A natural person who works for the Employer (Company) based on a service (employment) contract.

Ethics Committee: It consists of Human Resources and Sustainability Director, Finance Director, Plant Manager, Production Manager, Quality Assurance Manager, Sustainability Manager, Human Resources Manager, Employee Representative and Department Manager/Directors of Employees who are parties to the ethical process. The Board convenes under the chairmanship of the Chief Financial Officer upon the call of the Human Resources and Sustainability Director; its general secretariat is carried out by the Human Resources Department.

4. Business Ethics and Code of Conduct Approach

BAYKAN DENIM has built its approach to Business Ethics and Code of Conduct in all countries where it operates on the principles of the UN Global Compact.

- BAYKAN DENIM supports and respects recognized human rights.
- BAYKAN DENIM is not complicit in human rights violations.
- BAYKAN DENIM respects employees' freedom of association and collective bargaining.
- BAYKAN DENIM does not allow forced and compulsory labor.
- BAYKAN DENIM does not allow any kind of child labor.
- BAYKAN DENIM does not allow discrimination in recruitment and placement.
- BAYKAN DENIM supports precautionary approaches to environmental problems.
- BAYKAN DENIM supports all kinds of activities and organizations that will increase environmental responsibility.
- BAYKAN DENIM supports the development and dissemination of environmentally friendly technologies.
- BAYKAN DENIM fights against all kinds of corruption, including bribery and extortion.

BAYKAN DENIM expects its own employees and third parties such as vendors, suppliers, customers, subcontractors, representatives and affiliates to comply with the Code of Business Ethics and Conduct. All BAYKAN DENIM employees and business partners believe that by accepting and implementing their commitment to ethical principles as part of their daily responsibilities, they will protect and enhance BAYKAN DENIM's reputation, one of its most valuable assets.

Compliance with the Code of Business Ethics and Conduct is taken into consideration in the performance evaluation and/or career development processes of managers and employees. Personnel who do not comply with the Code of Conduct may be subject to disciplinary sanctions.

Violations of the Code of Business Ethics and Conduct by third parties such as vendors, suppliers, subcontractors, representatives and business partners with whom we have business relations may result in various sanctions up to the termination of the business relationship.

5. Our Core Ethical Values

5.1 Reliability and Honesty

BAYKAN DENIM aims to be and create a symbol of reliability and honesty towards its stakeholders, employees, competitors, environment, society, public and all parties with whom it has business relations. BAYKAN DENIM employees believe that reliability and honesty constitute the core values of our business, that high moral values, honesty and trust are the greatest virtues, and ensure consistency between what they say and what they do.

5.2 Mutual Trust and Goodwill

BAYKAN DENIM is based on mutual trust and goodwill without prejudice or discrimination. BAYKAN DENIM employees aim to foster an environment of trust in every step they take; they believe that every challenge will make them a stronger "We" by overcoming difficulties in solidarity and cooperation.

5.3 Inclusion and Equal Opportunity

BAYKAN DENIM adopts an inclusive and embracing approach for everyone without discriminating between its stakeholders based on special and individual circumstances; offers equal opportunities to its employees in processes such as training, development, career and performance; and provides a transparent environment for equality and diversity.

5.4 Justice and Respect

BAYKAN DENIM aims to be fair and respectful to everyone in every field of activity. It does not discriminate among its employees, customers, subcontractors and suppliers on the basis of religion, language, race, color, gender, sexual orientation, age, nationality, sect, ethnic origin, political or philosophical opinion, trade union membership, social class, marital status, family responsibilities, pregnancy, disability, HIV/AIDS status, physical structure, etc. and acts fairly and respectfully towards the environment, laws and all living things. It aims to create a fair environment for all parties involved by avoiding personal or institutionalized and short-term practices.

5.5 Agility and Innovation

BAYKAN DENIM prepares its business processes and employees for the future by addressing the priorities of the changing world with an agile and innovative approach while conducting its activities. It plans and designs the future with a courage and common sense that pushes the limits by following every innovation.

6. Our Core Responsibilities

6.1 Legal Responsibilities

BAYKAN DENIM complies with the laws and respects the social values of the countries in which it operates. BAYKAN DENIM employees and the parties with whom it has business relations, customers, subcontractors and suppliers carry out their activities with an awareness of social responsibility within the framework of the legal rules of the countries in which they work. If the rules expected to be complied with in the multinational legal systems to which we are subject contain higher standards than the local law, BAYKAN DENIM takes this situation into consideration. It is unacceptable for BAYKAN DENIM and its employees to engage in any illegal activity or commit a disgraceful offense.

BAYKAN DENİM also complies with international laws, treaties, principles, standards and regulations and undertakes to comply with international trade restrictions and sanctions, including possible changes.

6.2 Responsibilities to Employees

BAYKAN DENİM complies with the International Labor Organization's Global Social Compliance and Ethical Trade Initiative Base Code (ETI) and ILO Conventions, the Foreign Trade Association's Business Social Compliance Initiative (BSCI), the Social & Labor Convergence Program (SLCP) and the social compliance rules (COC) of its customers. In addition, BAYKAN DENİM strictly complies with the provisions of Labor Law No. 4857, Occupational Health and Safety Law No. 6331, General Health Insurance and Social Security Law No. 5510 and other local labor and social security legislation and applies them in every enterprise. BAYKAN DENIM takes all necessary measures to implement and enforce the principles of social compliance in all areas of activity, suppliers and subcontractors.

6.2.1 Preventing Unethical Treatment : BAYKAN DENIM offers its employees a healthy, safe, productive and happy working environment where honesty, confidentiality, positive approach, flexibility and fairness values prevail in a climate of respect, trust and responsibility; where there is no social, sexual, physical or psychological violence, harassment or discomfort, exclusion, intimidation, intimidation, verbal teasing, humiliation, reprimanding, intimidation or mobbing practice, words, attitudes and behaviors that may be perceived as bullying, unethical treatment and fear of punishment, where each employee can express and develop themselves; aims to increase the success, development, satisfaction, motivation and loyalty of its employees and makes continuous improvements in this regard.

6.2.2 Prevention of Forced and Compulsory Labor : BAYKAN DENIM rejects inhumane practices that can be perceived as forced and compulsory labor, such as indebtedness, paying debts with labor, taking collateral, making people sign promissory notes, confiscating identity cards or passports, and detained labor. BAYKAN DENIM grants its employees the right to freely resign and terminate their employment contracts, provided that they give notice in accordance with the law.

6.2.3 Prevention of Discrimination: BAYKAN DENIM follows non-discriminatory and transparent policies in all processes concerning employees (recruitment, termination, promotion, transfer, rotation, remuneration, performance evaluation, career planning, training and development, rewarding, social and fringe benefits, etc.) due to differences in religion, language, race, color, gender, sexual orientation, age, nationality, sect, ethnic origin, political or philosophical opinion, union membership, social class, marital status, family responsibilities, pregnancy, disability, HIV/AIDS status, physical structure, etc.

6.2.4 Preventing Precarious Work and Child Labor: BAYKAN DENIM refuses to employ uninsured or precarious labor, illegal or unauthorized immigrant (foreign national) labor and child labor under the age of 16 in all production units in which it operates. BAYKAN DENIM takes all necessary measures to implement this principle.

6.2.5 Regular Employment : BAYKAN DENIM commits to a regular working relationship and continuous employment for its employees and avoids practices that may disrupt the order of employment and working relationship. BAYKAN DENIM informs its employees in writing about working conditions, legal requirements, duties, wages, payment terms, etc. before they start working.

6.2.6 Decent Working Hours and Fair Wages:

- BAYKAN DENIM implements decent working hours for its employees in accordance with legal requirements while conducting its activities. Regular working hours are 45 hours per week.
- BAYKAN DENIM allows its employees to use 1 day of week holiday per week.
- BAYKAN DENIM does not make its employees work more than 7.5 hours at night, 11 hours a day including overtime and 57 hours a week. When the need for overtime work arises, it is applied exceptionally with the "free will" of the employees in accordance with the principle of "voluntariness". Overtime wages are paid at 50% more than the normal hourly rate.
- BAYKAN DENIM undertakes to apply a fair wage policy and to pay wages in a timely manner to all its employees, without discriminating on the basis of religion, language, race, color, gender, sexual orientation, age, nationality, sect, ethnic origin, political opinion, trade union membership, social class, marital status, family responsibilities, pregnancy, disability, HIV/AIDS status, physical structure, etc., not less than the minimum wage.
- At BAYKAN DENIM, all disciplinary procedures and penalties are determined and applied in writing in a non-arbitrary and objective manner. Salary deductions cannot be applied as a disciplinary penalty.

6.2.7 Protection of Employees with Special Policy Needs: BAYKAN DENIM employs young employees between the ages of 16 and 18, older employees over the age of 65, pregnant and breastfeeding women, disabled persons and employees in need of protection due to their special conditions in accordance with the duties, working environment and working hours stipulated by the relevant laws. It shall take the necessary measures to ensure that such employees are not made to work in unfavorable and dangerous environments, tasks and at night, and are not made to work overtime for their development and safety.

6.2.8 Freedom of Association and Right to Collective Bargaining: BAYKAN DENIM respects the right of employees to organize and collective bargaining, and does not discriminate between employees due to union membership. Constitutionally defined freedom of association, trade union and strike rights are guaranteed. BAYKAN DENIM's organizational policy is to ensure that BAYKAN DENIM employees work in an environment befitting human dignity, ensure occupational health and safety, provide equal opportunities, do not allow discrimination, do not pressure union memberships and respect freedom of association activities.

6.2.9 Communication and Feedback : Employees have the right to convey their work-related or personal problems or their suggestions and feedback on any subject to the relevant unit or persons. BAYKAN DENIM attaches importance to the institution and selection of employee representatives in order to enable its employees to easily communicate any negative issues they encounter within the company; it develops effective mechanisms through which employees can communicate their suggestions and feedback. It resolves such suggestions and feedback immediately with the participation of employee representatives.

6.3 Occupational Health and Safety Responsibility

BAYKAN DENIM applies a "zero tolerance" policy for compliance with occupational health and safety. BAYKAN DENIM ensures the creation of a healthy and safe working environment with all kinds of equipment and procedures in accordance with local and international legislation on occupational health and safety, generally accepted practices, standards, and the demands of its customers; organizes regular trainings on health and safety risks and takes the necessary measures to ensure compliance with the rules.

BAYKAN DENIM provides its employees with open clean toilets, clean drinking water, healthy and sufficient food and easily accessible transportation in the working environment.

It expects its managers and employees, as well as its customers, subcontractors, suppliers, employees and everyone within its organization to show due diligence in compliance with occupational health and safety rules, to act in accordance with the procedures and to use the necessary equipment and hardware for its intended purpose.

6.4 Responsibilities towards the Environment and Society

BAYKAN DENIM adopts environmental and social sustainability as the basis of its corporate culture by making positive contributions to the environment and social life through sustainable practices brought about by the "people, environment, economy" approach that lies at the heart of everything it does. BAYKAN DENIM protects human health, natural and cultural heritage while positively impacting all stakeholders, local communities and the environment through its environmental and social sustainability approach in all its activities. BAYKAN DENIM employees act in accordance with the company's sensitivities on "human, environment and economy"; use natural resources and energy resources efficiently, prevent waste, search for recycling and reuse opportunities and benefit from these gains.

6.5 Responsibilities to Customers

BAYKAN DENIM works with a customer satisfaction-oriented and proactive approach that responds to the needs and demands of its customers in the shortest time and in the most accurate way. It adopts a customer-oriented approach to meet customer needs and demands; it is committed to being fast, following fashion, being flexible, focusing on customer needs and being friendly to its customers.

6.6 Responsibilities towards Suppliers, Subcontractors and Business Partners (Supply Chain)

BAYKAN DENIM acts with the awareness that the relationship it establishes with its suppliers, subcontractors and other business partners (supply chain) is important for its success and that it must be long-term and sustainable, and complies with the specified business conditions and contractual provisions.

6.7 Responsibilities to Competitors and the Industry

BAYKAN DENIM competes with sector companies on legal and ethical grounds and does so by complying with all legislative rules, especially competition law. Employees do not use unethical means to access information about other companies.

6.8 Key Responsibilities for Quality

BAYKAN DENIM always prioritizes quality and producing quality products in all its activities. BAYKAN DENIM has developed its own quality system in order to achieve the quality level demanded by its customers and even go beyond it. BAYKAN DENIM expects its employees, subcontractors and suppliers to act in accordance with BAYKAN DENIM quality rules and to refrain from any activity that may damage the quality standards.

7. Our Basic Policies

7.1 Work Culture Policy

- BAYKAN DENIM's working culture is based on the principles of "integrity" and "honesty". BAYKAN DENIM employees act in accordance with the principle of truthfulness and honesty in their working lives and in all kinds of relations they carry out on behalf of the company. Employees always uphold the vision, mission and ethical values of the company; act in accordance with laws, regulations, relevant legislation and general ethical rules while carrying out their duties on behalf of the company; fulfill the conditions in the contracts they undertake on behalf of the company completely and on time.
- BAYKAN DENIM employees behave in a friendly and courteous manner in all their business relationships, show respectful behavior in their relationships with other employees, customers, suppliers, subcontractors, shareholders and the community, and treat all individuals they are in contact with with dignity. Employees avoid all kinds of relationships, influences and activities that may prevent or create the appearance of impartial and fair decisions while doing business.

• BAYKAN DENIM offers a working environment where differences are tolerated and accepted; employees are expected to behave in this manner. BAYKAN DENIM employees respect everyone's personal privacy. It is absolutely unacceptable for employees to discriminate against any person (coworker, customer, supplier, subcontractor, etc.), to apply social, sexual, physical or psychological violence, to harass or disturb, or to verbally taunt. Employees are expected to avoid words, attitudes and behaviors that may be perceived as exclusion, intimidation or mobbing, intimidation, fear or bullying.

7.2 Conflict of Interest Policy

BAYKAN DENIM employees cannot benefit personally from company activities. Company property, strategic, confidential information belonging to the company or the opportunities obtained due to their position in the company cannot be used for their personal interests. Employees, customers, suppliers, subcontractors and business partners may not use the database for their personal interests; they may not carry out commercial activities using the company name. BAYKAN DENIM employees avoid situations that may create conflicts of interest and immediately notify their superiors when they become aware of such situations.

7.3 Political and Social Activities Policy

BAYKAN DENIM's resources and facilities cannot be used to support political activities, donations cannot be made to political parties and associations and political campaigns cannot be supported. Employees' political and social activities should not create a conflict of interest with their duties in the company. Employees may not use BAYKAN DENIM's name, position, title and company resources in their political, religious and social activities.

7.4 Policy on Prevention of Irregular Use of Company Assets and Resources

BAYKAN DENIM employees use and protect company assets and resources in accordance with the laws, procedures and purposes. Within this framework, company resources and assets entrusted due to the duty cannot be used for private purposes, interests and benefits, unless otherwise stated in writing. BAYKAN DENIMemployees take care to use all kinds of assets and resources of the company for the purpose of conducting their business, to the extent authorized and without causing damage.

7.5 Competition Law Compliance Policy

BAYKAN DENIM accepts competition as a competition that enables economic decisions to be made freely among all companies in the sectors in which it operates, in accordance with the legislation. In this context; BAYKAN DENIM complies with all competition law rules in force in the countries where it operates. BAYKAN DENIM employees may never use unethical means to access information about other companies.

7.6 Confidential Information, Trade Secret and IT Security Policy

BAYKAN DENİM adopts the understanding that any information not disclosed to the public is confidential information. This includes trade secrets, marketing and service plans, customer information, personnel information, project outlines, designs, patents, copyrights and trademarks, financial information, etc. BAYKAN DENIM employees are responsible for the confidentiality and protection of confidential information and documents of the company, customers, suppliers and subcontractors. BAYKAN DENIM takes the necessary IT security measures to protect confidential information and expects its employees to use confidential information only for their designated purposes and as part of their duties at BAYKAN DENIM.

7.7 Anti-Bribery and Anti-Corruption Policy

BAYKAN DENIM applies a "zero tolerance" policy to bribery. In this context, BAYKAN DENIM employees may not provide / promise material or non-material benefits to third parties or institutions, directly or through intermediaries, in order to gain any benefit. Furthermore, employees cannot accept such offers made to them. BAYKAN DENIM employees must refrain from actions that may be interpreted in this way, even in the absence of bribery and corruption. Employees are prohibited from accepting money from subcontractors, suppliers, competitors or customers in the form of gratuitous or loan payments, reimbursement of travel expenses, event expenses and similar payments.

7.8 Gift Acceptance and Giving, Hospitality, Donation and Sponsorship Policy

It is essential that BAYKAN DENIM employees do not accept any kind of gift or benefit, with or without economic value, which is tacitly or explicitly linked to a reward or which affects or is likely to affect their impartiality, performance, decisions and behaviors during their duties, and do not attempt to provide gifts, hospitality or benefits to third parties and organizations that may have such effects. BAYKAN DENIM managers and employees;

- They can give and receive treats, gifts (chocolates, flowers, etc.) and meals at standards acceptable in the business world.
- In seminars and similar organizations in which they participate on behalf of BAYKAN DENIM, they may receive gifts such as awards, mattresses, etc. as a memento of the day and with symbolic value.

Products or services that comply with the culture and ethical values of the recipient may be given as gifts to customers and other third parties with whom the Company has a business relationship. In exceptional cases where local cultural values require reciprocal gifts above the values set in the company policy, these gifts can only be accepted on behalf of the Company and with the approval of the Company's senior management.

7.9 Record Keeping, Information Management and Reporting Policy

The accuracy of BAYKAN DENİM's business records and their compliance with the relevant legislation are of vital importance for BAYKAN DENİM to continue its activities. In this sense, BAYKAN DENIM employees and business partners;

- Submits reports and records accurately and honestly within the specified time.
- Attention to detail to ensure that records are accurate.
- Does not misinform others by including incorrect information in the records.

BAYKAN DENIM ensures that appropriate technologies are used, critical information is identified, classified and controlled to ensure the accuracy and timeliness of records.

7.10 Personal Data Protection Policy

BAYKAN DENIM acts diligently and sensitively in obtaining explicit consent, clarification, protection, use, processing, sharing and destruction of personal data collected from its employees, customers, suppliers, subcontractors and other stakeholders due to its activities, and fully complies with the legal requirements in these matters.

7.11 Traceability and Transparency Policy

BAYKAN DENIM guarantees that all stages of its processes are traceable and transparent. It takes all necessary measures to keep records of each stage in its processes. It ensures that necessary measures are taken and controls are carried out to ensure that the processes of suppliers and subcontractors are also traceable and transparent. BAYKAN DENİM applies a "zero tolerance" policy in the event thatits suppliers and subcontractors deliberately act against transparency.

7.12 Non-Retaliation Policy

BAYKAN DENIM employees are responsible for reporting the situation to the relevant units (Ethics Committee or Human Resources Department) when they are aware of or see an action or transaction that is incompatible with Business Ethics and Code of Conduct. These notifications are evaluated by keeping the identity of the employee confidential and necessary actions are taken. BAYKAN DENIM strictly prohibits retaliation against its employees who raise suspicions and allegations of violations of the Code of Business Ethics and Conduct, report suspicious transactions, take part in inspection and audit activities, refuse to engage in behavior that is likely to violate the rules or violate the rules, or benefit from legally protected workplace rights.

8. Implementation Procedures of Business Ethics and Code of Conduct

8.1 All Employees are obliged to comply with the Code of Business Ethics and Conduct .

- **8.2** All Departments shall conduct their operations and activities in accordance with business ethics and codes of conduct.
- **8.3** Any employee who has been exposed to or witnessed an ethical violation may report to the Ethics Committee. In order to make a notification, it is not required that the interest of the notifier is affected.
- **8.4** Notifications shall be submitted to the Ethics Committee secretariat (Human Resources Department) via <u>etikhat@baykandenim.com</u> or by hand in a sealed envelope. Notifications of violations of ethical
- principles that are not made within 1 year starting from the day following the date of occurrence are not taken into consideration by the Ethics Committee.
- **8.5** In the Ethics Notification Form, the information and documents regarding the alleged violation of the ethical principle are clearly and in detail. All available documents are attached to the form. The alleged misconduct subject to the notification shall be shown in concrete form by specifying the person, time and place.
- **8.6** A complaint that has already been examined by the Ethics Committee cannot be filed and examined again unless new evidence is presented.
- **8.7** The fact that the incident has been referred to the judiciary does not affect the duty of the Ethics Committee. However, if there is a judicial decision, the Ethics Committee cannot be notified.
- **8.8** The Ethics Committee examines and investigates the applications of ethical violations; if the application is found acceptable, it takes the defense of the person complained of. The defense period is 3 business days following the date of notification of the request letter.
- **8.9** The Ethics Committee may request information and documents from all Departments related to the reported violation subject to the complaint, and may call the relevant persons and obtain information.
- **8.10** Each level of the departments from which information is requested is obliged to submit the information and documents to the Ethics Committee within the specified period (3 days).
- **8.11** Confidentiality principles shall be observed in the protection and storage of the information and documents provided to the Ethics Committee.
- **8.12** The Ethics Committee concludes its examination and research on ethical violation applications within 1 month at the latest.
- **8.13** The Ethics Committee may also conduct examinations and investigations spontaneously without the need for any application.

8.14 The Ethics Committee takes decisions by simple majority.

8.15 The Ethics Committee shall impose a warning, reprimand or termination of service contract on the Employee who violates the ethical principles in its decision within the framework of the provisions of the Labor Law, Disciplinary Procedure, Human Resources Regulation and Termination of Employment Procedure.

8.16 The Human Resources Department implements the decisions of the Ethics Committee.

8.17 The information and documents requested from the Departments regarding the violation

notification subject to the complaint shall be delivered to the relevant Department after the completion of the examination and investigation.

8.18 The Human Resources Department shall keep the information and documents subject to the ethics violation application for 10 years.