



Code Of Ethics & Business Conduct & Corporate Policies

Date : 21.02.2018 – Rev. Date : 19.06.2023



1. Purpose and Scope

The purpose of the Code of Ethics and Business Conduct is to set basic principles and standards for employees duties and responsibilities that are applicable within the organization and to provide guidance for all our employees that shall be followed while performing their duties.

All employees and managers of Zincus Metal San. Ve Tic. A.S. (hereinafter referred to as the Zincus) shall comply with the rules regardless of employment agreement and rank. And, Zincus expects all business partners to act in compliance with this policy.

2. Our Core Values

Integrity, accountability, sustainability, responsibility, openness are our core values. We build our work environment, business partnerships within the framework of these values.

3. Our Code of Ethics

Zincus Code of Ethics is a guide for Zincus officers, directors, employees, and Business Partners (suppliers, distributors and authorized services, all kinds of representatives acting for and on behalf of Zincus). Zincus may adopt stricter rules and principles and each member is expected to comply with Zincus Code of Ethics and other related policies to the extent they are relevant.

Our Code of Ethics is based on the following operational pillars.

- Being transparent
- Take responsibility for actions
- Ready to step up environmental factors
- Awareness of impact on others
- Efficient/affective communication with employees and business partners
- Protecting personal data

Zincus will conduct its business honestly and ethically wherever we operate in the world. We will constantly improve the quality of our services, products and operations and will create a reputation for honesty, fairness, respect, responsibility, integrity, trust and sound business judgment. No illegal or unethical conduct on the part of officers, directors, employees or affiliates is in the company's best interest. Zincus will not compromise its principles for short-term advantage. The ethical performance of this company is the sum of the ethics of the men and women who work here; we are all expected to adhere to high standards of personal integrity.



Officers, directors, and employees of the Zincus;

- must be particularly careful to avoid representing ZINCUS in any transaction with others with whom there is any outside business affiliation or relationship.
- shall avoid using their company contacts to advance their private business or personal interests at the expense of the company, its clients or affiliates.
- will seek to report all information accurately and honestly, and as otherwise required by applicable reporting requirements.
- will refrain from gathering competitor intelligence by illegitimate means and refrain from acting on knowledge which has been gathered in such a manner.
- will seek to avoid exaggerating or disparaging comparisons of the services and competence of their competitors.
- will obey all Equal Employment Opportunity laws and act with respect and responsibility towards others in their dealings.
- will remain personally balanced so that their personal life will not interfere with their ability to deliver quality products or services to the company and its clients.
- agree to disclose unethical, dishonest, fraudulent and illegal behavior, or the violation of company policies and procedures, directly to management and/or NGO/donor whistleblower hotlines, without the fear of reprisals.

Violation of this Code of Ethics can result in discipline, including possible termination. The degree of discipline relates in part to whether there was a voluntary disclosure of any ethical violation and whether or not the violator cooperated in any subsequent investigation. Please remember that good ethics is good business

4. Our Principles and Policies

4.1. Respect to Human Rights

Zincus creates a workplace free of violence, discrimination and harassment. Harassment means psychological and/or physical insult and similar verbal, written and/or physical assault, sexual approach, sexual offers, menace, all kinds of degrading, humiliating and/ or embarrassing acts. We show maximum effort to ensure that we act in an equitable and fair manner to our employees. We shall respect the personal lives and personal spaces of our employees, business partners and customers. Access to or dissemination of any personal data, even if obtained through legal means, is only possible if the owner is aware and provides written approval.

4.2. Respect to Law and Regulations

We are transparent, 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 Code of Ethics. Our employees shall be obliged to be informed about, understand all legislation related with their line of business, to act in compliance therewith and to comply with the regulations in every country we operate.

In order to achieve our high ethical goals, we require compliance with certain standards that may exceed those required by applicable national laws and regulations. We shall act in compliance with the rules regarding occupational discipline, health and safety, working conditions, business conduct, and workplace conduct set forth in employment regulations, employment contracts, and internal employment regulations.

4.3. Relations with Customers and Suppliers

All our employees are expected to show attitudes and behaviours intended to contribute to corporate culture. Every employee, when in direct or indirect contact with third parties, shall act diligently in choosing third parties to ensure that they have a business approach that complies with this Code of Conduct.

In contracts and agreements to be made with companies and business partners, the following conditions shall be followed:

- Ensuring to manage our relations with our suppliers with impartiality, mutual respect, professionalism and efficiency,
- Ensuring to choose the suppliers based on objective criteria, cause no conflict of interest with suppliers, protect suppliers' confidential information,
- Paying utmost attention to being lawful and transparent at all times,
- Not acting illegally in order to gain unfair advantages vis-a-vis our competitors. We act in compliance with all anti-trust regulations of all the countries that we are active in or have business dealings with
- Reminding its employees regularly about notification obligations and the Ethics Line and encouraging them to notify in case they encounter such situations.

4.4. Anti-Bribery and Corruption

4.4.1. Third parties and due diligence

Any kinds of acts of bribery and corruption committed directly or indirectly is prohibited. There shall not be any tolerance for any act of bribery and corruption, committed by employees of Zincus and/or third parties. In line with our ethical principles and related policies, it is strictly forbidden to provide advantages to local or foreign officials and other third parties to obtain illegal benefit, regardless 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 Group's commercial activities, to affect their decision, and to accept such values from these parties.

4.4.2. Gifts, Hospitality and Entertainment

All gifts which shall be taken, given or offered, can be made only if they are in compliance with following criteria.

- Avoidance of conflicts of interest, inappropriate gifts and entertainment, or any kind of favouritism that might compromise the fairness of the selection
- Must not be in cash or equivalent.
- Must not be exceed a value more then 500 TRY
- Must be recorded to our books in a clear and transparent way.
- Must be carried out according to the accepted commercial practices.
- shall never accept or offer gifts and entertainment from or to the parties involved in a tender or competitive bidding process that Zincus is engaged in.
- No bribes, kickbacks or other similar remuneration or consideration shall be given to any person or organization to attract or influence business activity.
- shall avoid gifts, gratuities, fees, bonuses or excessive entertainment to attract or influence business activity.
- will often come into contact with, or have possession of, proprietary, confidential or business-sensitive information and must take appropriate steps to assure that such information is strictly safeguarded. This information – whether it is on behalf of our company or any of our clients or affiliates – could include client programs, beneficiaries, donors, and technology strategies. Proprietary, confidential and sensitive business information about this company, our clients, individuals and entities should be treated with sensitivity and discretion and only be disseminated on a need-to-know basis. If in any doubt please request written permission from a Board member.

4.4.3. Contributions to Political Parties

We do not donate and make payments to political parties, politicians or political candidates and organizations and their representatives. Nevertheless, we are respectful of our employees' participation to the legal political activities voluntarily, and they are free to participate in democratic political activities. Group resources (vehicles, computers, e-mail, etc.) cannot be used for political activities and personal donations to be made to this end. Political demonstrations,

4.4.4. Sponsorships and Donations

We carry out donation and sponsorship procedures in a transparent manner, and ensure that these activities do not contradict with Zincus values or commercial interests. All sponsorships and charitable donations are direct payments made to an organization officially registered for charitable, educational, scientific, artistic purposes.

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 the nature. We do not donate to organizations that discriminate people based on gender, language, religion, race, color, age, nationality and thought differences, or sponsor such activities.

4.4.5. Facilitation Payments

Our employees may not demand, receive, propose any bribe or facilitation payment or may not be involved therein by any means, when performing their duties. In case of violation of this rule, labour contract of relevant employee shall be terminated.

4.5. Training and Monitoring

Trainings are important instruments for increasing awareness of employees. To ensure that our approaches regarding Bribery and Corruption be internalised and actions be taken accordingly, training and awareness programs are applied for all employees.

Trainings and awareness programs shall be conducted periodically for the purposes of identifying the risks to which it may be exposed, rating, monitoring, assessing, and minimizing those risks.

Organizations participating shall be programmed in order to enhance the awareness of all employees and managers for the purpose of establishing a corporate culture where bribery and corruption are never acceptable and maintaining it.

4.6. Transparency and Accuracy of Books and Records

Zincus is committed to transparency and accuracy in all its dealings, while respecting its confidentiality obligations. Employees in charge have the responsibility to maintain necessary records of Zincus's business and business relations. All records relating to executed transactions should be kept correctly, transparently, completely and on time; all transactions should be recorded in the accounting records, in compliance with applicable legislation and standards. There shall not round up, guess or alter information. Employees in charge shall never remove or destroy records before the specified date without first obtaining authorized permission.

Our purpose is not only technical compliance but also to maintain our books and reports according to the principles of fairness, transparency and good faith and absolute accuracy. When required, records should be provided by supporting documents. Making transaction without recording in the accounting records, failure to record the assets and amending executed transactions irregularly or abusing such transactions are unacceptable in any case.

5. Compliance to Economic Sanctions and Export Controls

Zincus trades with more than 15 countries worldwide and we are active in various regions. In connection with some of those territories; local, national or international laws, regulations or similar requirements establishing economic sanctions or other trade restrictions on goods and services, , we take effective and necessary measures to ensure compliance with regulations on economic sanctions and export controls. Zincus is committed to comply with such legal restrictions and for any conflict issue that Zincus employees may face, they are strongly advised to consult the Compliance Officer or the Legal Department of the Company. In case of a need we shall first obtain the approval of the officer or department in charge of compliance to ensure that such relationship does not constitute a violation of applicable laws or our contractual commitments.

6. Compliance to the Competition Law

To comply with the relevant legislation regarding competition law, our employess should not enter into agreements and concerted behaviours with the competitors or other persons or organizations that can directly or indirectly hinder, disrupt or restrict competition. There should not be any exchange information with the competitors with the intention of determining the conditions of market and/or competition.

In the meetings held at associations, assemblies, chambers, professional organizations, etc., which they attend as the representative of Zincus, and in other private or professional meetings and conversations, they should abstain from all kinds of contacts and transactions that may be interpreted as abuse of dominant position by our companies that hold such positions in the relevant markets and lead to violations of competition laws. With the same care and diligence, they may be considered to be in conflict. In the event that confidential information relating to competitors is received by our employees, they should inform the manager to whom they report.

7. Employees' Duties and Commitments

7.1. Creating a Healthy and Safe Work Environment

Zincus complies with applicable environmental laws and regulations existing wherever it operates in order to prevent or otherwise reduce and minimize negative impact of its activities on the environment.

We offer the same standards applicable wherever it operates. Measures to eliminate any risk related to health and safety issues are applied at all sites and throughout every project. Zincus aims to take preventive and sustainable measures to protect the environment and to minimize the environmental impact of its activities.

7.2. Preventing the Conflict of Interest

Zincus employees shall avoid involvement in any situations that may facilitate improper advantages to other companies, organisations or individuals. In relationships that could give rise to an actual or perceived conflict of interest situation, we shall inform our managers or the officer or department in charge of compliance to avoid possible damages such situation might cause.

We shall not work on or deal with any matter, without giving prior information to the Company including their superior or the Compliance Officer, in which themselves, their spouse, partner, close relative such as children (either biological or adopted), grandchildren, parents, grandparents, siblings or their children or any other household member or person with whom they have close relations, has a direct or indirect financial interest.

Employees shall not use Zincus's property or information acquired through their position or office in Zincus for personal advantage. Any suspicion of a conflict of interest should be reported to the line management.

7.3. Equality and Diversity

Zincus does not tolerate any form of abuse or harassment, coercion or bullying of the employee whether sexual, physical, psychological or otherwise. All forms of harassment whether directed at a person or a group have zero tolerance. We aim to strengthen the loyalty of employees to the company by creating equal opportunity in appointment, promotion, rotation and rewarding.

Zincus employees must comply with all laws and regulations forbidding any discrimination with respect to age, race, gender, ethnic origin, nationality, religion, health, disability, marital status, sexual preference, political or philosophical opinions, trade union membership or other characteristics protected by applicable laws and regulations.

8. Being Honest and Fair in our Relationships with the Stakeholders

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

While selecting our suppliers, distributors, authorized resellers and services, we use objective criteria. It is of a 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 always take our stakeholders' complaints and suggestions into consideration. Confidentiality has a significant role in our visits and audits to our stakeholders.

We expect all our stakeholders to comply with relevant laws and regulations. The principles of trust and honesty are the principles which we have followed since the establishment of Zincus.

10.Data and assets management

Our employee is responsible for making sure that company assets are not misused or wasted. Company assets include physical property, time, proprietary information, corporate opportunities, company funds, and company equipment. Assets must not be used to send or store illegal, discriminatory, harassing, defamatory or other inappropriate material.

Our employees should in no way share personal and financial information of the customers, suppliers, employees which they have learned as part of their jobs, and the related documents, with unauthorized persons and authorities in/out of the organization for any purpose, and they should not use them in order to obtain personal gains or for speculative purposes (directly or through a third person).



The information which should be known only by our employees regarding personal rights of the persons, should not be shared with others in/out of the organization.

Our employee shall not engage in personal activities during work hours that interfere with or prevent him or her from fulfilling the job responsibilities and shall not use company computers and equipment shall not be used by employee for outside businesses, or for illegal or unethical activities such as gambling, pornography or other offensive subject matter.

Zincus also reserves the right to audit accounts of its employees and e-mail, office communicator, telephone, computer systems that are allocated for their works and electronic communication means such as other electronic records, based on the current laws.

Our employees are responsible for ensuring accuracy of the records, documents and papers regarding all kinds of operations carried out on behalf of Zincus, compliance with the relative acts, informing the top manager if any misleading, amendment and/or negligence is learned and identified.