

TOFAŞ

TÜRK OTOMOBİL FABRİKASI A.Ş.

Tofaş Türk Otomobil Fabrikası A.Ş.

Donation and Sponsorship Policy

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1. PURPOSE AND SCOPE

The purpose of this Donation and Sponsorship Policy (the “**Policy**”) is to set out the standards, principles, and rules to be followed when making donations and providing sponsorships. In line with our strong belief that contributing to the community is the essential foundation for building a successful business, Tofaş views donations and sponsorships as a way to support the communities in the countries in which it operates.

All employees, directors, and officers of Tofaş shall comply with this Policy, which is an integral part of Tofaş Code of Ethics¹. Tofaş also expects and takes necessary steps to ensure that all of its Business Partners, where applicable, comply with and/or act in accordance with this Policy.

2. DEFINITIONS

“**Business Partner**” includes suppliers, distributors, dealers, authorized services and other third parties with whom the company has a business relationship and all kinds of representatives, subcontractors, consultants, etc. acting on behalf of the company, as well as their employees and representatives.

“**Donation**” means voluntary contributions in money or in kind (including goods or services etc.) to individuals or charitable entities (such as foundations, associations and other nonprofit organizations); universities and other schools; and other private or public legal entities or organizations etc. to advocate a philanthropic cause, serve the public interest and help achieve a social goal, without a consideration received in return.

“**Main Shareholders**” means Koç Holding A.Ş. and Stellantis N.V., the main shareholder of Tofaş.

“**Tofaş**” means Tofaş Türk Otomobil Fabrikası A.Ş. and companies which are controlled directly or indirectly, jointly, or individually by Tofaş Türk Otomobil Fabrikası A.Ş. and the joint venture companies listed in its consolidated financial report.

“**Sponsorship**” means contribution in money or in kind (including goods, or services, etc.) given to an entity or group, for staging an artistic, social, sports or cultural activity etc. in return for an institutional benefit reflected in the form of visibility to target audiences, under a sponsorship agreement or whatsoever name, to the extent the nature of the relationship is as defined herein.

3. GENERAL PRINCIPLES

When making Donations and providing Sponsorships, Tofaş shall ensure that:

¹ For other relevant policies, please refer to Tofaş Community Investments Policy, Anti-Bribery and Corruption Policy, and Gifts and Entertainment Policy.

- it complies with governing documents (including but not limited to its Articles of Association), and the restrictions and limits set forth by its General Assembly and/or the Board of Directors or similar body;
- it complies with all applicable laws in the jurisdictions in which it operates, including but not limited to relevant capital markets regulations, commercial and tax laws where applicable;
- the Donation and/or the Sponsorship
 - does not conflict with the values or business interests of Tofaş and is consistent with the principles described herein and in the Tofaş Code of Ethics;
 - is properly documented and never used in exchange for obtaining an improper advantage or benefit or used for the purpose of any form of corruption;
 - is not offered in connection with any bid, contract renewal or business opportunity;
 - not made for political purposes to any politician, political party or political group, municipality, or government official, either directly or indirectly through third parties²;
 - is not for the benefit of any entity or organization that discriminates on the basis of ethnicity, nationality, gender, religion, race, sexual orientation, age or disability or
 - will not be used directly or indirectly to violate human or animal rights, to promote tobacco, alcohol, and illegal drugs, or to damage the environment.

Tofaş shall also ensure that the maximum amount of donations is determined by the General Assembly and that the Donations made during the year are submitted to the General Assembly.

4. APPLICATION OF THE POLICY

Prior to entering into any agreement or commitment on behalf of Tofaş, with any new third party for a Donation or a Sponsorship, notwithstanding the Signature Circular and Articles of Association of the relevant company:

- If initiated by a department other than the department responsible for brand communication and sponsorships, a written proposal describing the intended use of the funds and information regarding the relevant entity (name, address, senior management) shall be submitted to the Corporate Communications/Corporate Events and Sponsorships Department³ of Tofaş for evaluation of the impact on the corporate image and brand. If the result of the assessment is positive, then:

² Please refer to Tofaş Ethics Code and the Anti-Bribery and Corruption Policy.

³ Or another department/person responsible for the same function.

- The Corporate Communications/Corporate Events and Sponsorships Department⁴ shall forward the proposal to the Legal and Compliance Department of Tofaş for Due Diligence⁵;
- If the outcome of the Due Diligence is positive, the relevant Donation or Sponsorship shall be submitted for final approval to the management or the Board of Directors in accordance with the Signature Circular of Tofaş;
- Upon completion of the processes described above, any Donation or Sponsorship that may have a significant impact on the brands and corporate images of the Main Shareholders, Main Shareholders shall also be notified by the Corporate Communications/Corporate Events and Sponsorships Department of Tofaş prior to approval or execution by the Board of Directors;
- For sponsorships, the parties shall enter into a written agreement detailing all terms and conditions;
- For sponsorships, the sponsored entity shall provide the Corporate Communications/Corporate Events and Sponsorships Department⁶ with post-event documentation (i.e. photos, videos, or a report etc. if relevant) or any other documents or materials that demonstrate compliance with the sponsorship agreement as soon as practicable after the completion of the sponsored event or project. However, if the sponsored event is a recurring event, the sponsorship agreement shall specify the content and the frequency of the reporting.)
- Supporting documentation, such as receipts and invoices, shall be retained by the accounting department and transactions shall be recorded in accordance with applicable laws;
- All Donations and Sponsorships shall be reported to the Legal and Compliance Department of Tofaş;
- Due diligence, approval, execution, and follow-up processes shall be documented to be used for audit and compliance review as required; and
- A report detailing the Donation and Sponsorship activities (including purpose, entity, and due diligence results) shall be sent to the Main Shareholders, upon their requests.

⁴ Or another department/person responsible for the same function.

⁵ Due Diligence shall be conducted in accordance with the Tofaş Sanctions and Export Control Policy and the Anti-Bribery and Corruption Policy. Where necessary, relevant documentation shall be shared with other departments (including legal, tax and capital markets compliance review).

⁶ Or another department/person responsible for the same function.

5. AUTHORITY AND RESPONSIBILITIES

All employees and directors of Tofaş are responsible for complying with this Policy, implementing, and supporting the relevant Tofaş's procedures and controls in accordance with the requirements of this Policy. Tofaş also expects and takes necessary steps to ensure that all its Business Partners, to the extent applicable, comply with and/or act in accordance with this Policy.

If there is a discrepancy between the local regulations, applicable in the countries where Tofaş operates, and this Policy, the stricter of the two shall prevail, unless such practice is in violation of the relevant local laws and regulations, the stricter of the two, supersede.

If you become aware of any action that you believe is inconsistent with this Policy, the applicable law, or the Tofaş Code of Ethics, you may seek guidance or report the incident to your line manager. You may report the incident (i) by sending an e-mail to etikkurul@tofas.com.tr or alternatively, (ii) to Koç Holding's Ethics Hotline via the following link: "koc.com.tr/hotline" and Stellantis N.V.'s Ethics Hotline via the following link: "<https://secure.ethicspoint.eu/domain/media/en/gui/102375/index.html>". If you are an employee of Tofaş, in addition to the abovementioned channels, you may also submit your concerns and notifications through the "Ethics Hotline", which can be accessed through the link "go.tofas.com.tr".

Tofaş employees may contact the Legal and Compliance Department of Tofaş for their questions regarding this Policy and its application. Violation of this Policy may result in significant disciplinary actions including dismissal. If this Policy is violated by third parties, their contracts may be terminated.

6. EFFECTIVE DATE AND REVISION HISTORY

This Policy takes effect on 05/03/2021, upon approval of the Board of Directors of Tofaş, and subject to further review by the General Assembly of Tofaş.

This Policy will be maintained by the Legal and Compliance Department of Tofaş. All material amendments hereto shall be approved by the Board of Directors and submitted to the General Assembly of Tofaş for review.

Revision	Date	Comment
No:1	18.02.2025	Expressions that cause ambiguities are improved.