

This document has been prepared in order to notify the obligation about legal regulations, ethics and professional principles and global rules, which Cevher's employees are obliged to observe.

It is the duty of mid- and top-level managers to show the necessary diligence and leadership for the notification of Cevher's Code of Conduct to all employees and to ensure that employees pay due attention and comply with these rules.

## **1. CEVHER Employee Relations**

Cevher,

- Values its employees and respects their rights.
- Seeks for suitability for job as single standard in hiring process and ensures the equality of opportunities without making discrimination.
- Aims to gain maximum advantage from its employees' skills, power and creativity.
- Provides chance and equality of opportunities for the education, orientation and development of its employees.
- Aims to increase the loyalty of their employees towards the company ensuring equality of opportunities in respect of advancement and rewarding.
- Keeps the sustainable piece in the workplace.
- Ensures clean, healthy and safe working conditions for its employees.
- Creates the environment supporting transparency and mutual respect, which is the basis of cooperation and solidarity, and ensures its sustainability.
- Does not tolerate harassment at the workplace under any circumstances.
- Evaluates its employees' opinions and suggestions, responds to and performs motivation increasing studies.
- Does not share private data related to the employees with third parties without the consent of its employees, unless a legal obligations applies.
- Respects human right, constitutional organization and collective agreement rights.
- Does not employ and does not tolerate employment of child worker.

## **2. CEVHER External Relations**

Basic principles guiding Cevher's external relations are as follows:

### **2.1. Legitimate and Compliant and Legal Transactions**

- Regarding subject covered by its scope of business area acting in compliance with laws, international treaties of which the Republic of Turkey is a part, Cevher's policies and working principles,
- Managing, recording and reporting entire business activities and accounting system complete and compliant manner in accordance with the laws,
- Taking essential agreements executed with third individuals and establishments in compliance with laws and codes of conduct in a clear and understandable manner,
- Preventing the performance of any transaction, which will obligate Cevher, by any employee other than the ones authorized in accordance with the principles and limits mentioned in circular letters of authorized signatories or relevant special letters of authorization.

### **2.2. Social Responsibility**

- Supporting studies, which will contribute economic and social development,
- Showing awareness regarding subjects related to the community and support the positive development of the community,
- Supporting its employees to be voluntaries regarding social activities in which they shall take part with social responsibility awareness.

### **2.3. Customer Relations**

- Creating a value for the customers, responding their demands and requirements on top level,
- Providing quality products and adopting consistent policies,
- Creating a long-termed trust environment with its customers,
- Preventing that customers are provided with misleading and short information.

#### **2.4. Supplier Relations**

- Creating mutual value in its business relations with suppliers,
- Managing a transparent, direct and accurate relation with the suppliers,
- Making decisions under objective criteria in selecting suppliers,
- Complying with reasonable confidentiality and work safety rules, if desired by the supplier.

#### **2.5. Competition**

- Beyond limits permitted by the legislation, avoiding agreements and coherent actions, which purpose to prevent, infringe, restrict direct or indirect competition with rivals or further individuals or enterprises, or which cause or may cause such effect under any circumstances,
- Avoiding misusing its dominant position, where the company is in a dominant position in a certain market singly or along other establishments,
- Avoiding negotiations and information exchange in order to define the market and/or competition conditions together with the competitors. Avoiding any contacts and transactions during private or occupational meetings and conferences participated in representation of the company, which may cause or described as above mentioned circumstances.

#### **2.6. Institutional Briefing**

- Making statements or annunciations related to public disclosures as per the laws, through legal representatives in compliance with the laws and legislations,
- Ensuring that newsworthy and publicity purposed statements are made only by company's representatives,
- Ensuring that any information requests, received beyond the ordinary business course, are only replied by company's representatives.

#### **2.7. Quality**

- Ensuring continuous development culture in our processes and to be an institutional and international supplier in the wheel rim sector,

- Supporting the participation of Cevher's employees to the quality culture and their qualification and creativity in this respect,
- As an expert of our business and the solution partner of our customers, providing our customers with high quality and safe products at the right time,
- Simplifying our business process and being focused on added value creation activities,
- Speaking out company and process targets with metrics in order to ensure continuous development.

## **2.8. Environment**

- Complying with laws and legislations,
- Being a solution partner considering demands of private and public institutions and establishments to whom we stay in communication related to the environment,
- Ensuring that our employees adopt the principle to work with environmental conscious and responsibility and that they make it a part of their lives in accordance with this principle,
- Ensuring that environment conscious is also developed in all institutions and establishments with whom our company is in communication, and ensuring that they work parallel to our objectives and targets in our environment policies,
- Tracking our progression under the extent of our environment policy and continuous improvement.

## **2.9. Occupational Health and Safety**

- Complying with the laws and legislations,
- Ensuring an appropriate working environment and perform controls in order to minimize and prevent occupational accident and disease risks,
- Providing all our employees with the required trainings during their entire working life in order to ensure that they adopt the OHS (Occupational Health Safety) culture as their life style,

- Supporting protection and development of their own health to increase the healthy life conscious and to enable them to maintain a healthy, dynamic and peaceful life from physical and spiritual aspect.

### **2.10. Global Responsibility**

Acting to the favor of our country and world in compliance with the rules of Agreements of Global Principles of the United Nations, to be endeavored that our employees and suppliers act in compliance with these.

### **3. Codes of Conduct to be Complied with by CEVHER's Employees**

Expectations from Cevher's employees are as follows:

- To comply with the laws,
- To fulfil their duties under the scope of basic moral and humanitarian values,
- To act fair, in good will and tactful in order to ensure mutual benefit in their business relations. For any purpose whatsoever, avoid deriving improper personal benefits from persons and establishments, receiving and making bribery or facilitation payments,
- During duties within and out of the company to act in compliance with the Codes of Conduct and all implementation principles supporting these, to avoid any behavior in their business and private life, which may harm Cevher's reputation,
- Unless obviously authorized, to avoid any actions, statement or written conversation, which may obligate the company,
- To avoid any actions, which may disturb and/or harm other employees, and affect the working harmony,
- Including company's data and information systems, to take care of any tangible and intangible assets of the company as like as their private assets; to protect these against potential loss, damages, false use, misuse, burglary and sabotage,
- To avoid using the working hours and company's sources directly or indirectly for their personal interest, political activities, etc.,
- Whether an employee is deployed for a duty in an establishment other than Cevher gaining an income in subjects included to his/her profession or expertness, or works in another work is subject to company's written approval.

### **3.1. Asset and Information Management**

#### **3.1.1. Intellectual Property Rights**

- To start at the correct time and ensure accomplishment of legal procedures in order to secure the intellectual property rights of new developed products, processes and software,
- Cevher's employee shall act in the awareness, that Cevher is the owner of any intellectual and industrial property rights regarding works they developed during their employment with Cevher, and shall act sensitive against violation of such rights,
- To avoid –on purpose- unauthorized utilization of patents, copyrights, commercial secrets, brands, computer programs or further intellectual and industrial property rights pertaining to other companies,
- To avoid utilization in any manner whatsoever work of arts, which are subject to copyrights, without the permission of the royalty owner, to show necessary attention and care in accordance with this responsibility.

#### **3.1.2. Information (Data) Management**

- To ensure that all legal records are maintained properly,
- To ensure that any information and document requests, received from the official institutions during the ordinary business course, are responded by the relevant departments,
- To avoid responding without approval of the top management any information requests, received from third parties, which are included to the confidentiality category in respect of the company,
- To show necessary care and attention in order to ensure that statements made and reports submitted by the company are authentic. Any documents used by the employees related to the business are the property of Cevher. Such documents shall be maintained or destroyed in accordance with Cevher's procedures.

#### **3.1.3. Asset Management**

- To show care for protection and productive utilization of company's assets, taking any measurements in order to prevent that these are stolen or harmed,

- Company's employees are responsible for properties debitted to them and for damages caused by themselves during the utilization of these.

#### **3.1.4. Security and Crises Management**

- To take necessary measurements in order to protect company's employees, information and data systems, factory and administrative facilities against potential terror actions, natural disasters and malevolent attempts,
- To make necessary crises planning regarding the urgent crises management to be constituted in case of terror, natural disaster, etc. incidents; by this way to ensure the business continuity with minmum loss in such a crises moment.

#### **3.1.5. Confidentiality**

- To act in the awareness, that financial and commercial secrets, information which may weaken the competition power, personnel rights and information, agreements with business partners, which are the property of Cevher, are subject to "confidentiality", and to ensure the protection and confidentiality of these,
- To avoid sharing models, wheels and mockups of Cevher, which are not released yet, with other customers by photo or another way.
- To avoid sharing with unauthorized persons and authorities within and out of the enterpise by any reason whatsoever information made out and possessed in course of their job, and utilization (direct or indirect) thereof with speculative purposes,
- To avoid using information, which are related to companies where they are employed and their customers and persons and companies with whom business are done and which are not in public domain, in any manner whatsoever other than for the intended purpose; to avoid sharing these with third parties without having obtained necessary permissions. To avoid disclosure of confidential information and documents pertaining to the previous employers to Cevher or other employees, and to avoid requesting from other employees to disclose such type of information.

#### **3.2. Avoiding Conflicts of Interest**

Conflict of interest; means any benefit gained to themselves, their relatives, friends or persons or establishments in relation, which affect or may affect that employees

execute their duties in an impartial manner, or the situation possessing any material or any personal benefit related to these.

### **3.2.1. Avoiding to Perform Any Transaction to the Benefit of Themselves or Relatives**

- To avoid gaining unfair benefit in favor of themselves, their relatives or third parties using their title and authority,
- To show care not to fall in a conflict of interest situation with Cevher,
- To show care, that personal investments to be done or any occupation other than the business activities, prevent to spend time and show attention to the execution of the currently continuing duty, and to avoid occurrence of such situations, which prevent focusing to the main duties,
- If the persons, who are holding a first degree decision maker position in a company, which is a customer or supplier occupied with the same business, are a first degree relative of the employee, to notify his supervisor about this situation,
- The employees are obliged to mention during their initial recruitment the situation of being holder of shares or participating to investments of other companies in a manner that could be considered as a conflict of interest. Candidates are particularly questioned regarding this subject during their business interviews. Employees shall notify any potential changes regarding this situations and subjects, which may be considered as similar conflicts of interest, within 10 days to their supervisors and such notification shall be transmitted up to supervisors of at least two higher orders.
- In case of detection that first degree relatives of the employee are possessing shares or any material benefits in another company, to whom the company has commercial relations, this circumstances shall be notified to employee's supervisor within 10 days after its detection.

### **3.2.2. Participation to Representation and Organization Invitations**

Participation to events and activities, which are effective in making decisions or which may be perceivable as such, organized by persons and establishments staying in business relation or having such potential, requires the approval of the company. Supporting activities (i.e. sponsorship, scholarship) executed by Cevher are managed



institutionally. Employees, who are not commissioned, are not allowed to perform any activity on behalf of Cevher regarding such and similar subjects.

### **3.2.3. Accepting and Giving Presents**

When managing relations to private or official persons and establishments, who intend to establish or continue a business relation with Cevher;

- Other than promotion purposed articles, any presents, which leave the impression of existence of an irregularity, which may cause a dependancy relation or may be perceived as such, shall not be accepted and offered,
- Any discount or interest from suppliers, customers, community companies or third parties, which may be perceived as unsuitable, shall not be requested, offered to third parties, and shall not be accepted if offered.

### **3.2.4. Business Done with Cevher by Ones Having Quit the Job**

- Doing business with Cevher as seller, contractor, consultant, commissioner, representative, vendor or in similar manners by founding personally a company or establishing a partnership of a company after having quit his/her duty with the company, may cause negative impressions and is a very important subject, which requires attention.
- It is required to act prior and after such a period under the extent of company's interests; to observe moral and ethical rules; and prevent conflicts of interest prior ad after such period.
- In case of inappropriate situations, no commercial relation shall be established with such person. Other than exceptional circumstances, in order to prevent negative impressions, such kind of commercial relations to former employees shall be prevented.

## **4. Environment**

- Within the borders of the Cevher factory; it is targeted to ensure environment related application to the full extent. Employees shall act in accordance with the rules and instructions stipulated for this purpose, and shall take necessary precautions.
- Related to the environment; Cevher adopts the principle that improvement activities fullfilling all legal and further obligations i.e. separation at the source, waste management, reducing natural source consumption, air, water, waste-water

and chemical management, reducing environmental affects occurring during the wheel rim manufacture are the common responsibility of entire employees, and deploys this proactive environmental approach during all of its activities.

- Employees shall avoid within the company any actions, which may harm the environment.

## **5. Occupational Health and Safety**

- Cevher adopts the principle that activities of improving the occupational health/safety fullfilling all legal and further obligations related to occupational health and safety is the common responsibilty of all employees, and deploys this proactive occupational safety approach during all of its activities.
- Cevher targets to ensure at the workplace and on the job the occupational health and safety to the fullest extent. Employees shall act in accordance with the rules and instructions defined for this purpose, and shall take the necessary precautions.
- The employees shall avoid possession of any objects or materials at the worplace, which may present danger or illegality in respect of the workplace and/or labors.
- The employees, in case of non-prescription drugs, are not allowed to keep and use narcotic, addictive drugs that restrict and/or eliminate mental and phsical faculties, and they shall not work under the influence of these kind of drugs.

## **6. Political Activity Prohibition**

Cevher does not donate to political parties, politicians or political candidates. Regarding this subject any demonstration, propaganda or activities with similar purpose within the borders of the workplace are not allowed. Company sources (vehicle, computer, e-mail, etc.) shall not be assigned to activities with political purposes.

## **7. Principles of Implementing Codes of Conduct**

### **7.1. Obligation to Notify Violations**

If employees become aware or get suspicious about violation of laws, legislation or rules to which the company is subject, they are obliged to notify their supervisor (their first manager) or as the case may be to the Manager of Human Sources and Industrial Relations by e-mail "etik@cevherwheels.com" or in written.

It will be definitely prevented that a notification made by an individual, in a manner which may affect the peace at the workplace or his/her business relations negatively, is disclosed to 3rd parties.

It shall be taken care that the notification mechanism ensures to company's benefit.

It is very important that the notifying person is free of intentions like gossiping about the notified subject or trying to have negative effects on the career. In this respect constitutes confidentiality, objectivity and compliance with codes of conduct during the notification and investigation process is a quite critical subject. It is mandatory that both the notifying persona and the persons managing the process related to the subject pay maximum attention and care to this subject.

Detection of intentional notifications i.e. lies and/or purposing slander are interpreted as violation of codes of conduct.

## **7.2. Discipline Application**

In case of violation of Codes of Conduct, it will be proceeded in accordance with Company's Disciplinary Regulation.

## **7.3. Implementation and Supervision**

- Functioning of codes of conduct, which are defined above and have to be complied with during all activities, are managed by the Manager of Human Sources and Industrial Relations, who are continuing their duty pertinent to the Executive Committee within the structure of Cevher. The Executive Committee may assign a person and/or persons regarding the activities of the Executive Committee, and ensures that required precautions are taken.
- Implementations and sanctions related to company policies of Cevher are defined in the circular and procedures related to Service Contracts, Personnel Regulation.