



FRAPORT TAV
ANTALYA TERMINAL MANAGEMENT INC.



THIRD PARTY DUE DILIGENCE GUIDELINE
(Üçüncü Taraf Değerlendirme Kılavuzu)

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PREFACE

Fraport TAV policy is committed to carry social, economic and ecological responsibilities in a sustainable way in accordance with our core values of loyalty, reliability, fairness and customer focus. We expressly declare this responsibility in our ethical Code of Conduct.

We expect all our business partners with whom we are or will be in a business relationship to commit to abide by legal regulations, standards and ethical rules. This commitment is subject to laws in the countries in which the parties operate, in particular that criminalize corruption, influence trading, abuse of trust, obtaining illegal benefits, embezzlement of public funds, supporting terrorism, money laundering, discrimination or any other breach of integrity and includes the obligation to comply with international legislation.

These Guidelines apply to all third parties ("Business Partners") with whom Fraport TAV has a business relationship. Likewise, Fraport TAV undertakes to be open to due diligence by third parties.

As Fraport TAV Senior Management, we support and approve the implementation of these Guidelines.

1. PURPOSE, SCOPE AND DEFINITIONS

1.1 Purpose

The purpose of the Third Parties Due Diligence Guide is to outline the general rules and principles regarding the due diligence process for third parties in order to establish and maintain a business relationship with Fraport TAV.

Purposes of this Guide;

- Defining the concept of the third parties due diligence process,
- Providing guidance when they want to establish a business relationship with third parties at Fraport TAV,
- Presenting the third parties due diligence process and corrective actions approval flow.

1.2 Scope

Fraport TAV Antalya Terminal Operations Inc. will be referred to as "Fraport TAV" in this manual. It covers all outsourced service suppliers, procurement suppliers, business partners doing business on a temporary basis, contracted organizations with commercial relations and business partners in financial relations with Fraport TAV within the scope of Compliance with the Code of Ethical Conduct principles.

1.3 Policy

ABAC: Anti-Bribery – Anti-Corruption.

Intermediaries: They are specific suppliers because of their role. It refers to legal persons such as natural persons or legal entities, carbon credit institutions, insurance agencies, travel agencies, organization companies, who provide consultancy services on behalf of Fraport TAV in matters requiring special expertise.

Code of Conduct: At Fraport TAV

Joint Venture ('JV'): Joint ventures made up of two or more organizations that share risks and costs by pooling their resources for a specific purpose. They are corporate organizations with which business partnerships are made.

Customer: It refers to the passengers using the terminals, the civil aviation businesses in the terminals and the legal entities that have commercial contracts in any way.

“Customers with Special Conditions = “Privileged Customers”: Customers who are obliged to provide certain services as a result of laws and administrative decisions or commitments given to public authorities. For example: Airlines.

Supplier: Refers to the real or legal person who has entered into a purchasing contract with external service providers after the valid selection procedures for purchasing.

System Users: Fraport TAV employees authorized to use the Third Party Due Diligence System (ADIT).

Sponsors and Donations: It defines the financial supports made for the protection of historical and natural assets, supporting education, culture and sports activities. It is not subject to a third parties due diligence system and is evaluated in the terms of the Compliance Guide.

Third Party: Customers, suppliers, joint ventures and intermediaries with whom Fraport TAV has business relations will be referred to as "**Third Party or Business Partner**" in this guide.

Compliance Manager: Person responsible for managing ethics and compliance processes at Fraport TAV.

Compliance Due Diligence Board: Defines the committee formed to decide whether to continue or terminate the business partnership when needed by the Compliance Manager in the evaluation of the business partner with a high risk level during the Due Diligence. It is established with the participation of General Managers, Compliance Manager, Legal, and the relevant Contract Owner Department Manager.

Compliance Management System Guide: Describes the comprehensive document describing the definitions and rules regarding ethics and compliance at Fraport TAV.

Third Party Due Diligence: The process of collecting information and documents from the third party in order to identify and assess the risks of corruption, working with a prohibited party, bribery, money laundering, terrorism financing, etc. that Fraport TAV may be subject to by establishing or maintaining a business relationship with a third party.

Third Party Due Diligence System (ADIT): It is the system that ensures the realization of the process that collecting information and documents from the third party in order to identify and evaluate the risks of corruption, working with a prohibited party, bribery, money laundering, terrorism financing, etc. that Fraport TAV may be subject to by establishing a business relationship with a third party or maintaining an existing business relationship.

Corruption Index (CPI): It is an index that scores countries according to their perceived corruption levels.

2. BUSINESS PARTNER CHECKS

The purpose of the Third Parties due diligence; It is the prevention of violations of ethical rules such as corruption, working with a prohibited party, bribery, cartel and monopoly, money laundering, financing of terrorism, etc. that Fraport TAV may be exposed to due to continuing or existing business relationship with third parties. At the same time, it is to protect company representatives from convictions and financial penalties, and the organization from loss of reputation.

2.1 Field of Application and Exceptions

Third parties due diligence is applied to all contract parties that will have a business relationship with Fraport TAV. These assessment areas can be defined in the following main items.

- Purchasing supplier contracts
- In civil works supply contracts,
- In contracts with commercial activities,
- For service sales contracts (CIP Services, IT or Technical system use....)
- In purchasing real estate and/or buildings,
- In consultancy,

- Joint ventures in connection with the granting of concessions, in particular concession partners,
- Business partnerships in connection with a merger. In short, in cases where the assets, direct or indirect control and shares of another company are purchased.
- In third party relationships related to other areas decided under the Code of Ethics.

Due diligences make it possible to decide whether the existing contract with the third party can be maintained, whether or not to contract or under what conditions. In some cases, and depending on the risks, it helps to identify the need to define an action plan before proceeding with the contracting process. Due diligence process; It is done by Purchasing Officer, Accounting Officer and Commerce & Marketing Officer, depending on the risk level, with the help of a system whose reliability has been accepted. The risk level for a third party receiving a risk alert increases, in which case a Level 1 escalation assessment may be conducted. The escalation assessment is subject to authorization coordinated by the Compliance Manager.

As an exception to the application areas described above, " Privileged Customers (Airlines)" and third parties to whom "sponsored and donated" are excluded from the evaluation. Because Airlines obtain their landing and take-off slots and permits from the Civil Aviation authority, but the service is provided by Fraport TAV. Fraport TAV cannot decide to terminate its business relationship with its Privileged Customers However, it gains the right to evaluate these customers with the corruption risk map by making an evaluation in special cases. Fraport TAV Compliance Manager will have the right to notify the aforementioned airlines or their managers to the Civil Aviation Authority with Level 2 and Level 2+ assessments depending on the magnitude of the risk. This will also be reported to Fraport AG and TAV Holding Compliance Management.

2.2 Identification of The Business Partner

Business partners (third parties) are primarily divided into two basic groups as natural and legal persons.

- a) **Real person:** Full name and surname/place of birth, date of birth/residence, nationality of the person whose identity has been verified.
- b) **Legal entities:** Address of registered office or main place of business, company full name, title, company type, registration number, name of representative body members/legal representatives. In case of doubt, data should be checked against official registry entries.

Legal entities identified as third parties; customers, Privileged Customers, suppliers, intermediaries, joint ventures. Situation assessments are made according to these classifications.

In addition, third parties to be evaluated when needed can also be classified by contract value. For example, purchasing suppliers with an annual purchase amount of up to 100,000 TL can be classified as construction works suppliers up to 500,000 TL.

2.3 Corruption Perception Index (CPI) Identification

Third parties due diligence is primarily done by determining the country's perception of corruption. For this purpose, it is determined by the online system defined as "Corruption Perception Index=CPI". The country where the third-party organization is located with a CPI score above 30 is considered a safer

country. “Level 0” and “Level 1” due diligence is done with the ADIT system. If the country score is less than 30 points, it is considered a high-risk country and a risk assessment is made in the ADIT system. The CPI score shown in the figure below can be accessed via the link below.

[2021 Corruption Perceptions Index - Explore the... - Transparency.org](https://www.transparency.org/en/cpi/2021)

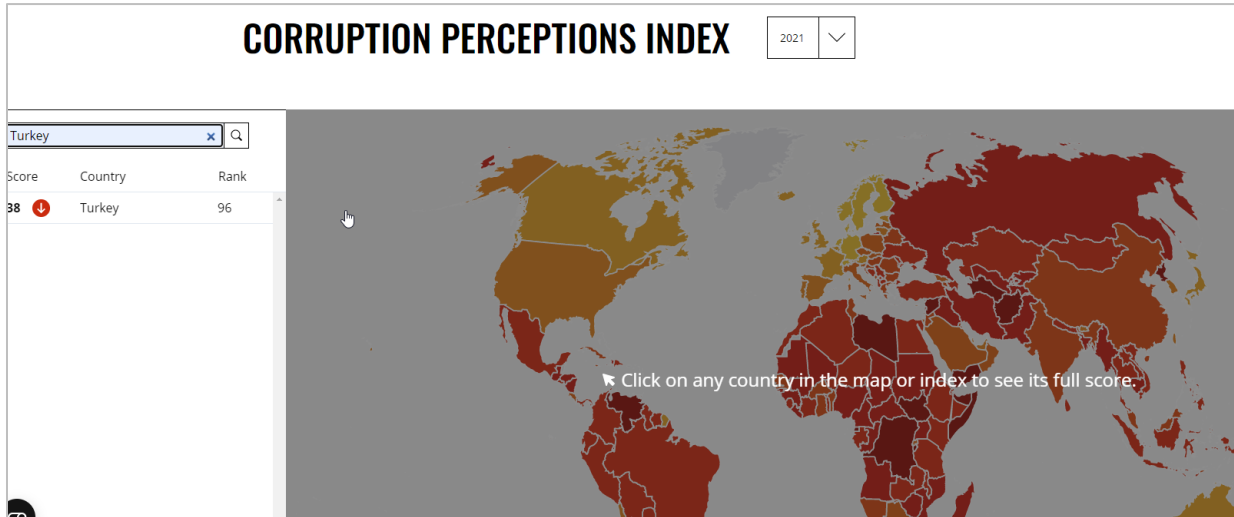


Figure 1. The Transparency Rating Index.

2.4 Sanction List Check System Identification-ADIT System Usage

The independent third parties due diligence tool (ADIT) is a system that provides information on a risk level basis, by scanning organizations and individuals' very comprehensive databases, about whether compliance and ethical rules have been violated. It also makes it possible to monitor possible risks (new sanctions, reputational issues, etc.) throughout the contract period. The ADIT system also provides archiving of Level 0 and Level 1 analyzes.

Third party information is transferred to the ADIT system from the “Fraport TAV Third Party List” prepared in a standard format. After the definition made in the ADIT system, a situation due diligence is made on all third parties on the basis of legal entity, with or without limiting the contract value. For the risk level "Level 1" and above, the authorized officers with the Compliance Manager make evaluations. Privileged Customers, such as airlines, are not included in the due diligence.

User training is given to the officers who are given ADIT system user authorization. Their knowledge and competencies are developed in evaluating the situation and examining the results reports. The 5-level risk definition defined in the ADIT system determines the actions to be taken regarding the third party.

For the ADIT system, institutional access authorization is obtained on a user basis. <https://screening.adit.fr>

Annual membership fee is paid. Additional charges apply for additional scans.

2.5 Collection Method of Information From Relevant Partners

While ensuring that the collected information is meaningful, reliable and accurate, Fraport TAV is committed to ensuring that appropriate information is collected as part of its business partner control.

Information is collected primarily using publicly available sources (eg the Internet). Depending on the nature of the partner(s) and the scope of publicly available information, other sources of information may be consulted, such as relevant compliance databases or external service providers. In addition, the Compliance Manager collects information with the [Fraport TAV Due Diligence Form \(Annex 1\)](#). Information may be shared with official authorities depending on the level of risk.

2.6 Risk Assessment process : Third Parties Due Diligence

Work partners ; A "Third Party Due Diligence System Information Table" is prepared, which defines the type, country risk, level of due diligence, and the way of making the assessment.

Person(s) assigned to carry out the due diligence follow these steps:

- Verifying the identity of the third party, especially its legal existence. Because if the third party does not have a legal presence, the contract cannot be concluded, and if there is, it is terminated.
- Determining country risk using Transparency International (TI) Corruption Perceptions Index (CPI).
- To determine the risk level to be searched by entering the ADIT system with the user code according to the score found.
- To examine the past business status and business relations of the relevant organization.
- To understand the business partner's affiliation (proximity to government) with government agencies.

As a result of the due diligence in the ADIT system, a statement is made about the risks associated with the intended business relationship, and a recommendation is made from the Compliance perspective as to whether and to what extent further action should be taken regarding the business partner and the intended business. If risks that cannot be easily controlled above "Level 0" are identified as a result of the assessment, appropriate measures should be developed and implemented to reduce them to a tolerable level (eg contract clauses, amount of coverage...). If it is not possible to reduce the risk, the business relationship should be avoided. The actions to be taken in accordance with the risk levels are defined in the following items.

2.6.1 Level 0 assessment

ADIT system information: The system constantly checks whether there are changes in the due diligence reports of third parties, and in case of changes, it sends warnings to Company Compliance Officers (Annex 2) and company responsables authorized as users.

These due diligence alerts will identify the presence of the following risks:

a) Existence of an international sanction or violation of an embargo:

- There may be an international sanction or violation of an embargo by the third party in question.
- The Compliance Manager determines whether this sanction / violation is in the nature of preventing the business relationship. It conveys its opinion to the Senior Management and the Legal Department.

- If the sanction/violation is not preventive, the Compliance Manager will make a written recommendation on possible contractual conditions that must be complied with, or a Level 2 or Level 2+ assessment report and/or Fraport TAV Due Diligence Form (Annex 1) will be submitted to this third party. requests to be filled by Within the scope of this proposal, it conveys the action plan that should be included in the contract to the Law Department.
- If the sanction/violation is preventive from working with the third party, the Compliance Manager notifies the Legal Department and the contracting Department that it is obstructive to work with that third party. The Compliance Manager ensures that the "Compliance Due Diligence Board" convenes and takes decisions.

b) Presence of politically influential persons:

- Fraport TAV Compliance Manager conveys the matter to the Senior Management in order to determine the risk and the measures to be taken. In particular, consideration should be given to the role of the politically influential person in the company and possible interference with the services in question in public relations. Because conflicts of interest can create suspicions. Measures taken may include: raising awareness among at-risk groups; limiting contact with a person with political influence.
- If a company (excluding international sanctions), a leader, or a politically influential person is found guilty regarding ethics and compliance issues (eg: corruption, drug dealing, money laundering, etc.), the Compliance Manager moves the case to Senior Management and the Legal Department. . The next step is determined by this group.
- The Compliance Manager gives a mandatory written recommendation on possible contractual conditions or requests that the Level 2 or Level 2+ assessment report and/or the [Fraport TAV Due Diligence Form](#) be completed by this third party. Based on this feedback, it prepares a draft proposal and submits the action plan that should be included in the contract to the Law Department.
- If the third party is banned from the public market, the contract cannot be concluded.

c) Negative reputational elements should be analyzed in order of importance:

- The Compliance Due Diligence Board decides to continue the relationship, considering that the factors are not serious. In this case, it constantly monitors the decision and whether the elements related to the decision to continue the relationship have changed.
- If found to be at high risk:
 - The Compliance Manager conveys her recommendations in writing to the relevant department manager.
 - If necessary, the department manager decides not to make the stipulated contract by the Compliance Due Diligence Board,

d) In all other cases, the contract can be concluded.

In the presence of situations other than the above results of Level 0 research, a contract can be made. However, particular attention will be paid to reputational aspects related to money laundering, especially for customers.

2.6.2 Level 1 assessment

A Level 1 assessment (research) includes investigating the following items about the company and its beneficiaries (beneficiaries):

- **Presence of politically influential persons** : The presence of politically influential persons in an organization may be exposed to certain risks due to their public duties. Because these political influencers create an increased risk in business dealings with third parties.
- **Existence of international sanctions against third parties that are ongoing or expired less than 5 years ago**: these are embargoes or commercial activities of companies or individuals by countries, institutions (European Union, etc.), international organizations (World Bank, etc.) sanctions that can be in the form of restrictions.
- **Existence of embargo violation (specific international sanctions)**: These are cases of violation of an embargo declared by one country (especially the USA), the United Nations or the European Union to another (eg Iran, Cuba, etc.).
- **Convictions of company employees, companies and political influencers in the last 5 years related to ethical and compliance issues (eg corruption, influence trading, money laundering, etc.)**: These are the convictions given by the courts against these individuals. Due diligence and reporting of reputational factors, often negative press articles, unethical behavior (suspected corruption, money laundering, terrorist financing and fraud in a broader sense).

2.6.3 Level 2 and 2+ assesment

Level 2 assessment is required in cases foreseen in the assessment process or following advice or warning based on a Level 1 report. Level 2 research is a reputable review conducted by an external firm.

Before Level 2 or Level 2+, the Due Diligence Process works as follows:

- The department that wants to establish a business relationship with third parties fills out the [Due Diligence Request Form \(Annex 2\)](#) and is forwarded to the Compliance Manager. This information can be transmitted by mailing.
- The Compliance Manager sends the [Fraport TAV Due Diligence Form](#) to the third party to whom a business relationship is desired to collect information (for example, its representatives, shareholder structure) that may assist in making detailed research about the third party.
- Fraport TAV Compliance Manager reviews documents from third parties and prepares a Level 2 status assessment report.
- Based on the results of the due diligence report, a recommendation plan is prepared by the Fraport TAV Compliance Manager. The written advice plan may include:
 - Termination of the business relationship,

- Conditionalization of the continuation of the business relationship (strengthening standard contractual clauses with Legal Departments; audits; oversight in the ADIT due diligence system, etc.)
- Level 2+ due diligence report
- The Compliance Manager informs the third parties due diligence team about the incoming recommendation plan. The said team is responsible for following this recommendation plan.

2.7 Identification Of The Process To Mitigate The Identified Risks and Corrective Actions

All contracts with third parties must include the “anti-corruption and compliance contract clauses” defined by Compliance Management. The Legal Department is responsible for the inclusion of these clauses in the contract.

High risk as a result of due diligence; the contract to be signed with the third party contains reinforced contractual provisions; Requesting the third party to complete the [Fraport TAV Due Diligence Form](#) may be subject to conditions such as obtaining a written commitment to notify Fraport TAV in case of any convictions regarding audits, Ethics and Compliance.

Such risk mitigation action plan will be audited at least annually by the Legal Department and the Compliance Manager.

The due diligence tool (ADIT) chosen by Fraport TAV will enable the monitoring of possible risks (new sanctions, reputational issues, etc.) throughout the contract period. This monitoring will follow the same process as the Level 1 due diligence described above.

Obtaining the opinions and approval of the “Compliance Due Diligence Board” in the due diligence of high-level risks is also important for the correct perception and due diligence of risks.

2.8 Controls and Audit

Periodic checks should be made throughout the contract period. Purchasing Manager makes the first stage of periodic controls. The scope of these controls is tailored to the level of risk.

The Company Compliance Manager conducts an audit at least once a year to measure the effectiveness of third parties due diligence practices.

2.9 Documentation and Reporting

All due diligences made and decisions made should be archived to ensure their integrity and accessibility. The ADIT system provides archiving of Level 0 and Level 1 analysis. It is followed by the Purchasing Department and is always open to the control and inspection of the Compliance Manager.

Level 2 and Level 2+ due diligences and analyzes are reported to the Company Compliance Manager General Managers. The said due diligence documents are kept by the Compliance Manager and the Purchasing Department. It is also sent to TAV and Fraport AG Compliance Management Centers when necessary.

3. DEFINITION OF ROLES AND RESPONSIBILITIES

Fraport TAV has defined roles and responsibilities to conduct the Third Party Assessment. In this context, departments in direct contact with third parties are identified as Procurement, Revenue, Finance Units and Commerce Sponsorships, while donations and mandatory business relationships are exempted.

The responsibilities of the "Compliance Assessment Board" consisting of the Top Management, Compliance Manager, Legal Unit and the Manager of the Unit to which the business partner is related, and all officials authorized to use the ADIT system from the above-mentioned units are defined.

3.1 Employees Responsibilities

- Read and implement all procedures related to anti-bribery and anti-corruption and compliance,
- Share with the Compliance Manager the information (risks) that will contribute to the Third Party Assessment process in daily operations,
- Contact employees authorized to use the system (ADIT) to initiate the due diligence process to establish a business relationship with a third party,
- Implement the actions related to the recommendation plan shared by the Compliance Manager.

3.2 Purchasing Officer Responsibilities

- Attending mandatory trainings on the use of the system,
- Screening third parties in the system when a request comes in,
- Contacting the Compliance Manager when a risk alert is raised,
- To implement the actions related to the suggestion plan shared by the Compliance Manager.

3.3 Revenue Unit Officer Responsibilities

- Attending mandatory trainings on the use of the system,
- Screening third parties in the ADIT system when there is a need to open an account in the name of a new third party or to make a cash transfer,
- Contacting the Compliance Manager when a risk alert is raised,
- To implement the actions related to the suggestion plan shared by the Compliance Manager.

3.4 Finance Unit Officer Responsibilities

- Attending mandatory trainings on the use of the system,
- To take into account the warnings from the ADIT system during the payment process, to contact the Compliance Manager, and to stop the payment process if necessary,
- To implement the actions related to the suggestion plan shared by the Compliance Manager.

3.5 Commerce and Marketing Officer Responsibilities

- Attending mandatory trainings on the use of the system,
- Screening of third parties in the ADIT system within the scope of commercial transactions,
- Contacting the Compliance Manager when a risk alert is raised,
- Implementing the actions related to the suggestion plan shared by the Compliance Manager.

3.6 Compliance Manager Responsibilities

- To determine and ensure the implementation of the Third Party Assessment Policy and compliance related procedures,
- Raise awareness of the policy,
- Working in coordination with Fraport AG and TAV Holding Ethics & Compliance Department

- Answering questions from officials authorized to use the system. Monitoring third parties on the System (ADIT) and informing Senior Management and the Legal Department, if necessary, when a risk alert is raised.
- Reviewing the Fraport TAV Due Diligence Form (Annex 4) completed by the third party and the Due Diligence Request Form (Annex 3) completed by the team requesting the third party, which are required for Level 2 and Level 2+ assessment requests,
- Preparation and follow-up of recommendation plans. To work in cooperation with the Legal department in the preparation of recommendation plans,
- Conducting announced and unannounced inspections. Keep all evidence of recommendation plans for a potential audit.

3.7 Responsibilities of the Compliance Assessment Board

- To ensure the implementation of national and international legislation applicable within the scope of anti-corruption and to provide the necessary financial and managerial support for the measures to be taken in the organization,
- To support the Third Parties due diligence policy and its implementation in the organization,
- To make and decide on Third Party high risk assessments communicated by the Compliance Manager.

4. LEGAL GROUND

This policy has been prepared by taking into account the duties and responsibilities of Fraport TAV employees in accordance with the general principles and ethical rules, internal regulations, applicable national laws and Sapin-II Anti-Corruption Law, US Anti-Bribery and Foreign Corrupt Practices Act, UK Bribery Act.

5. OBLIGATION TO DISCLOSE BUSINESS PARTNER

During the performance of the Contract, the Parties undertake to inform the other party if one of the following events occurs. These are: conviction of the company, any of its employees or agents for corruption, influence peddling, abuse of trust, obtaining illegal benefits, misappropriation of public funds, discrimination or any other act in breach of integrity.

Each third parties installs a system to monitor non-compliance or agrees to install a monitoring system within two months. It undertakes to provide evidence of the effective implementation of this system. Guarantees the protection of whistleblowers under this information system. The parties undertake to ensure that the business partners with whom they establish a business relationship comply with the rules of the due diligence system.

6. TERMINATION OPTION

Fraport TAV may terminate the contract with just cause, in the event that the situation/s mentioned within the scope of the disclosure obligation occurs and/or the obligations specified in the anti-corruption articles are not complied with.

7. COMMUNICATION

All our business partners can report violations of the Code of Ethical Conduct or foreseen risks online by accessing the link below or they can contact Fraport TAV Ethics Consultants via e-mail or telephone.

https://www.antalya-airport.aero/files/Etik%20Davranis%20Kurallari_Tedarikciler.pdf

e-mail: etik@antalya-airport.aero

Phone: Ethics Manager: 90 242 315 1037

8. EXECUTION

The Purchasing Department is responsible for implementing the Guide together with the Revenue, Finance and Commercial and Marketing Departments. The Quality Department is responsible for the availability of the Third Party Due Diligence Guide and its compliance with its implementation.

9. REVISION

Third Party Due Diligence Guideline revision is made by the Quality Department in accordance with the Document Control Procedure, publish and distribute again.

10. ENFORCEMENT

Third Party Due Diligence Guideline will be in force with the approval of the General Managers.