

ANTI-BRIBERY AND ANTI-CORRUPTION PROGRAMME

The Board of Directors

The Board of Directors is responsible for ensuring the Bank's Anti-Bribery and Anti-Corruption Policy to be made written, implemented and updated.

Audit Committee

The duties, authorities and responsibilities of the Audit Committee are regulated by the Board of Directors in accordance with the Banking Act and with relevant laws, regulations and administrative provisions. The duties, authorities, and responsibilities of the Audit Committee include inter alia:

- Overseeing, on behalf of the Board of Directors, the effectiveness and adequacy of the bank's internal systems and ensuring the integrity of these systems, functioning of the accounting and reporting systems as prescribed by laws and regulations and the information generated by them
- Conducting preliminary investigations essential to the Board of Directors' selection of independent auditors as well as rating-, valuation-, and support-service providers; regularly monitoring the activities of such organizations as the Board of Directors may select and enter into agreements with,
- Examining and submitting to the Board of Directors the internal audit reports prepared at three-month intervals by the TSKB Board of Inspectors.

The Audit Committee assesses findings and associated action plans related to the implementation of this policy as well as to shortcomings in pertinent risk and control systems and/or areas in which improvements are needed whenever such findings or action plans are submitted by:

- Senior Management
- The Risk Management Department
- The Internal Control Department
- Compliance Officer
- The TSKB Board of Inspectors
- Independent auditors
- Public authorities

The Audit Committee furthermore ensures the necessary actions to be taken and monitors the results accordingly.

The Audit Committee also assesses reports submitted by the Board of Inspectors concerning acts and activities that are contrary to this policy and/or to other matters of concern.

Corporate Governance Committee

The duties, authorities, and responsibilities of the Audit Committee are regulated by the Board of Directors in accordance with the Banking Act and with relevant laws, regulations, and administrative provisions. The duties, authorities, and responsibilities of the Audit Committee include inter alia:

- Ensuring and supervising, on behalf of the Board of Directors, compliance with corporate governance principles at the Bank; making recommendations to the Board of Directors on ways to improve compliance,

- Ensuring effective communication with shareholders, employees and all other stakeholders; supervising compliance with internal rules and regulations aimed at preventing conflicts of interest
- Ensuring the Bank's ethical guidelines and corporate governance principles to be embraced and abided by the managers and employees at every level throughout the bank.

The Bank also provides trainings on the following topics in general, but not limited to these, in order to raise the awareness of employees on business ethics.

- Ethical Culture Journey in Institutions
- Ethical Awareness
- Managing Ethical Culture Change
- Alignment of Values and Behaviors with Ethical Culture
- Why Good People Make Wrong Decisions or Barriers to Ethical Decision Making
- Internal and External Factors Developed for Ethical Decision Making
- Creating Ethical Leadership & Role Model Behavior for All Employees

Senior Management

In the departments for which they are responsible, senior executives are held accountable for:

- Taking measures necessary to ensure that internal and external rules and regulations are obeyed,
- Identifying potential risks and assessing their impact on the bank's reputation and financial structure,
- Taking measures pertaining to the formulation and management of essential risk and control mechanisms,
- Conveying acts and activities that are contrary to internal and external rules and regulations to the Board of Inspectors for its consideration.

Board of Inspectors

The duties, authorities, and responsibilities of the Board of Inspectors are regulated by the Board of Directors in accordance with the Banking Act and with relevant laws, regulations, and administrative provisions. The duties, authorities, and responsibilities of the Board of Inspectors include inter alia:

- Providing senior management with assurance that the Bank's activities are being conducted in line with the requirements of applicable laws, regulations and administrative provisions as well as with the Bank's internal strategies, policies, principles, and objectives, and that the bank's internal control and risk management systems are adequate and effective,
- Reviewing information systems, including but not limited to electronic data systems and electronic banking services, for compliance with the requirements of applicable laws,
- Testing the compatibility of operations with specified procedures and the functionality of internal control procedures concerning such operations,
- Assessing complaints and denunciations forwarded to it through communication channels specified by the Bank; conducting examinations and investigations as appropriate to the content and nature of such complaints and denunciations

Anti-corruption risk assessment is carried out during regular audit activities. Risk assessment activities include assessment of anti-corruption measures and control mechanisms in all audits (including related third-party audits) and also employee awareness of anti-bribery and anti-corruption policies is considered as part of routine audit activities. In addition, any notice of anti-bribery violation is promptly examined by the Board of Inspectors. The purpose of these activities is to evaluate the effectiveness of the anti-bribery and anti-corruption program to help the organization anticipate the risk and identify the potential and actual violations of the policy.

Internal Control Department

The duties and responsibilities of the Internal Control Department are set out in the Internal Control System and Internal Control Regulations approved by the Board of Directors. The primary objective of the Internal Control Department is to ensure that the Bank's assets are protected; that its activities are conducted in accordance with applicable laws, regulations and administrative provisions, with the Bank's internal policies and rules and with established banking practice, and in such a way as to be both effective and productive; that the accounting and financial reporting system is secure, coherent and capable of providing timely access to information.

The attached internal procedures formulated and employed by the Internal Control Department set out the steps that are to be followed in order to report, whether by means of existing standardized communication forms ("Internal Control/Internal Audit Form" and "TSKB Communication Form") or by any other means of written or verbal communication, any in-house irregularities that are deemed to be suspicious or questionable.

Risk Management Department

The duties and responsibilities of the Internal Control Department are set out in the Risk Management Department Regulations approved by the Board of Directors. The Risk Management Department is responsible for preparing the risk management strategies and policies to which the bank will adhere, for the conduct of the risk management system's operations, and for defining, quantifying, monitoring, analyzing, assessing, and reporting risks.

Human Resources Department

With respect to this policy, Human Resources Department is responsible for:

- Taking necessary measures to ensure policy compliance in human resources processes such as hiring, training, etc.,
- Ensuring that training is designed in coordination with the Board of Inspectors, the Internal Control and Corporate Compliance Department that all personnel undergo such training.
- Creating appropriate communication channels that will allow bank personnel to communicate policy-violation issues to appropriate bank authorities in a safe and secure manner,
- Reviewing sections of the TSKB Human Resources Regulations pertaining employee responsibilities and disciplinary action in light of this TSKB Anti-Bribery and Anti-Corruption Policy, making revisions where necessary in those sections, and submitting the revisions to the Board of Directors for its approval.

Discipline Committee

The Discipline Committee considers and examines instances of bank employee behavior and actions deemed to be contrary to the TSKB Human Resources Regulations as stipulated by those regulations.

The committee decides on the sanctions to be imposed, and punishments are approved as stipulated in the same regulations.

Correct Recordkeeping

The principles about the accounting and recordkeeping system which must be complied with by the Bank are laid down within the legal regulations, ethical principles and banking legislation. In this context, all kinds of accounts, invoices or other documents related to dealings with third parties (customers, suppliers, etc.) should be recorded and kept completely, accurately and reliably. Any falsification of commercial or similar records and any false representation should be avoided.

Bank employees

All bank employees are responsible for:

- Performing their jobs in compliance with internal and external rules and regulations,
- Effectively managing risks pertaining to their own duties and areas of responsibility,
- Reporting to the Board of Inspectors and the Internal Control Department any circumstances that they deem to be suspicious or questionable including the issues related to bribery and corruption by means of the Bank's complaint mechanisms.

Annex:1

Whistleblowing Mechanism at TSKB

