



WHISTLEBLOWING POLICY

1. Aim and Scope

The purpose of this Whistleblowing Policy (“**the Policy**”) is; to encourage the employees and the stakeholders of Nadir Metal Rafineri Sanayi ve Ticaret A.Ş. (“**the Company**”) to notify the Company about actions and transactions, which they suspect indicates a violation of Company Ethical Principles, relevant policies, and legislation. In addition, the Policy aims to protect the employees who make notification from any kind of retaliation that they may be subjected to. All employees and the directors of the Company are obliged to act by this Policy.

2. Definitions

“ Legislation ”	Refers to all kinds of legislation (written law and customary law included) of any national, international, regional or local administration or government or administrative, financial or judicial body or a state body, department, commission, institution, board, all kinds of legislation of an organization or a unit, law, constitution, enactment, judicial decision, treaty, regulation, rule, order, another legal measure, directive, condition or guide (regardless of having the force of law).
“ Affiliated Manager ”	Refers to the manager with whom the employee is directly affiliated in the first place.
“ Disciplinary Penalty ”	Refers to the sanctions to be imposed in case of a violation of the labor contract and/or legislation and/or Company Ethical Principles, relevant policies, directives, guidelines, procedures, instructions, and such internal regulations of the Company.
“ Whistleblowing ”	Refers to sharing observations and concerns regarding actions that are suspected to have caused a violation of the Legislation, Company Ethical Principles, internal policies, procedures, regulations, or other internal regulations, under this Policy.
“ Subject of Whistleblowing ”	Refers to the term defined in Artical 4.1
“ Whistleblower ”	Refers to the person who makes a Whistleblowing complaint. This definition includes (i) all directors, including the Board of Directors, people who currently work or have worked before for Company (“ Company Employees ”) and (ii) Company customers, External Stakeholders and all other stakeholders (“ Third Parties ”).
“ External stakeholders ”	Refers to the suppliers who supply goods and services for the Company or in the name of the Company, distributors, authorized service companies, non-governmental organizations, and all kinds of representatives, contractors, subcontractors, and consultants acting on behalf of the Company.
“ Retaliation ”	Refers to any adverse action faced by an employee to be penalized for making a Whistleblowing disclosure, including but not limited to demoting, disciplinary action, dismissal, salary reduction, change in duty, or shift.
“ Investigation ”	Refers to the detailed and rigorous investigation studies on the actions and behaviors that are the subject of Whistleblowing to determine the truth.



3. General Principles

Nadir Metal complies with national and international regulations. The Company carries out its operations with the highest ethical standards and honesty and adopts the practices of “open communication” and “accountability”, to prevent unethical or illegal actions. For this reason, the Company expects its employees to voice their concerns that they directly or indirectly witness any illegal activity or unethical event related to an employee or a customer/supplier or gained information about such event through legal means or have suspicions about such event. The Company encourages the stakeholders in this regard.

The Company evaluates all of the Whistleblowing complaints and notifications carefully and aims that the claims are reviewed efficiently and appropriately. In case of a finding, evidence, reasonable doubt that supports and requires the opening of an investigation, the Company initiates the investigation phase. In this regard, Investigation(s) is carried out as soon as possible, taking into account the results of the first examination and pre-assessment.

4. Implementation of the Policy

4 1. Subjects of Whistleblowing

Any kind of behavior or activity that violates the Legislation or is unethical occurred in the past or was ongoing at the time of the Whistleblowing, or that may occur in the future, may constitute the subject matter of the Whistleblowing including (but not limited to) following behaviors and actions stated under the headings:

i. Actions against Employees:

Nadir Metal provides a safe, peaceful and professional work environment for the employees. For this reason, no action is tolerated against Company employees, which may violate the Legislation, Company Ethical Principles, or relevant policies, and which may threaten the safe and peaceful working environment.

ii. Actions Against the Company

All employees of Nadir Metal act by the Ethical Principles while fulfilling their duties and avoid behaviors and activities that may cause financial and/or moral damage to the Company. This can only be possible by interiorizing and maintaining the Company’s core values which are honesty, responsibility, trust, and respect. For this reason, regardless of the seniority or role of the employee, behaviors that violate the Company’s essential values will not be excused.

iii. Violations Associated with External Stakeholders:

Nadir Metal monitors and assesses the risks associated with external stakeholders to ensure compliance with the issues specified in the Company’s Ethical Principles and related policies, in particular Responsible Supply Chain Policy. Any behavior of the External Stakeholders contrary to the Company’s Ethical Principles and related policies will not be tolerated.

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iv. Violations of Special Laws

Nadir Metal complies with the regulations in the countries in which it carries out its operations and encourages them to obtain information from the experts in cases where the regulations are insufficient. The Company expects its employees to act by the Company's Ethical Principles in any case. Violations of national or applicable international Legislation, including but not limited to sanctions and export controls, legislation regarding the fight against bribery and corruption, prevention of money laundering and terrorist financing, competition and protection of personal data, Capital Market legislation, will not be tolerated.

4.2. Whistleblowing Methods

One or more of the following channels can be used to inform whistleblowing subjects:

Phone number: +90 212 886 73 30 (fixed line)
E-mail: etik@nadirmetal.com.tr
Adres: NADİR METAL RAFİNERİ SAN. VE TİC. A.Ş.
İstanbul Vizyonpark Genel Merkez Plaza
Yenibosna Merkez Mahallesi Kuyumcular Sokak
No:4 İç Kapı No:110 Bahçelievler - İstanbul / Türkiye

Additionally, employees can inform their concerns by communicating with the affiliated manager during their service to Company.

In the case of an employee directly or indirectly being informed about an event subject to "whistleblowing", it is necessary to inform the Legal and Compliance department about the issue without loss of time by the employee to apply this Policy and the other relevant Company procedures.

4.3. Expectations from the Whistleblower and Notifier Parties

In terms of ensuring that the event subject to the "Whistleblowing" can be clearly understood and evaluated accurately and fairly, it is expected that sufficient and detailed information will be provided by the whistleblower. Herein in this perspective, the notification should give informations to the below-stated questions as soon as possible;

- Suspicious and/or relevant person(s) name
- The information regarding the issue/subject;
 - When/where/who did the issue occur and between whom?
 - When did it first appear? Did it repeat? How many times was it repeated? If it has not happened yet, when is it expected to happen?
 - When is/are the whistleblower(s) aware of the issue?
 - Who else knows about the subject? If the managers have been informed about the issue, did they take any action to prevent it?
 - Did the Notifying Party directly witness the issue or be aware by someone else?
 - Did the Notifying Party notify their managers? If not, why?
 - Are there any signs, findings, or evidence about the reported issue?

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4.4. Confidentiality, Anonymity, and Honesty

The company respects whistleblower(s) who prefer to stay anonym. In this context, the matters reported by the above-mentioned whistleblowing channels are all kept confidential. In what form and within the period the action will be taken by the Company are determined by the internal procedure.

The Party has the following options while whistleblowing an event;

- i. To remain anonymous not to share any name and contact information
- ii. Allowing this information to be transmitted only to authorized persons by sharing a name and contact information. In this case, the whistleblower may be contacted directly to request more information if needed during the investigation.

In this context, the inspection and investigation are conducted by confidentiality and any information about the inspection and investigation are given or not given, are determined by a written procedure. All Parties are obliged to keep confidential both the information that they provide and they may learn during the investigation and are responsible for the protection of the investigation and the individuals involved in the process.

4.5. Whistleblower Retaliation

The company supports raising concerns, employees are protected and free from fear of reprisal for their disclosures. In this regards a employment contract of an employee who whistleblows without being anonymous cannot be terminated with or without any justification, or paid or unpaid leave is not allowed. Retaliation is considered a flagrant violation of this Policy and is subject to Disciplinary Action.

In case of whistleblowing is made in good faith and with reasonable grounds, Company protects the whistleblower, even if the accuracy of the event cannot be proven by inspection and investigation. However, if the inspection and the investigation process reveal that the employee has deliberately and maliciously misreported, that employee may be subject to disciplinary action. Therefore, whistleblows should be based on observations and, if possible, provable.

5. Powers and Responsibilities

All employees and managers of the Company are responsible for complying with this Policy and implementing the Company's procedures and controlling by the requirements by Policy. Violation of this Policy by an employee may result in significant Disciplinary Actions such as dismissal. Any third party is expected to act by this Policy but if it is acted opposite and caused a violation of the Policy, the relevant contracts may be terminated regarding the third-partys'.

6. Protection of Personal Data

The Company declares that the personal data (including sensitive data such as racial and ethnic background, religious and philosophical beliefs, political opinions, and a person's health and sexual orientation) belonging to whistleblowers obtained during the examination of the whistleblow will be processed in full accordance with the provisions of the current legislation on the protection



of personal data and the Company's Personal Data Protection Policy. Only the necessary data for verification of the validity of the Whistleblow and investigation will be processed.

7. History of Revision

Herein this Policy enters into force by the Board of Director's decision dated 13.10.2021 and the Policy only be updated by the Board of Director.

Version No:	Board of Directors Decision Date:
V (1)	20.04.2018
V (2)	13.10.2021

