



WORK AND ETHICS RULES
HANDBOOK



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FOREWORD

The purpose of this booklet is to clearly identify the values that affect the parties and business conduct of the VSY Group of Companies, and to provide guidance on how to conduct the work and business in line with these values. Since every possible situation cannot be elaborated in this booklet, the booklet contains general provisions. The booklet is not intended to replace more detailed policies and procedures. Ethical values should serve as a guide to relationships with consumers, customers, suppliers, government agencies, legislators, competitors, and all other business partners.

OUR VALUES

Powerful Communication

As employees of the VSY Group of Companies, we are the cornerstones of our success. Our communication is open, frequent, sincere, and respectful. We value each other, listen, and constructively approach, evaluate and respond to ideas. We all contribute to the creation of an environment of trust that respects the private lives of individuals, is fair, constructive, and expresses different ideas freely. We respect cultural differences and do not discriminate.

Innovation

Innovation is the foundation of our diversity, success, profitability, development, and leadership. We approach constructively, encourage, and reward new ideas and creativity. We find and implement innovations that make our products, services, business conduct, and processes more effective and efficient for both us and our customers. By acting together with our customers, we use our innovation to create and exceed their expectations.

Proactiveness:

Proactivity involves looking at events from the positive side, anticipating possible problems and taking precautions, eliminating unhelpful conditions, producing solutions and taking responsibility. We work together by lifting corporate and geographical boundaries to become a successful corporation and meet the changing needs of our customers. We want our employees to bring all their talents and knowledge to our organization both in their individual works and within the team. Through teamwork, we believe that our company goals will be shared, the quality and speed of our decision-making process will increase, good decisions will be realized, experience and good practices will become widespread, team spirit and the sense of accomplishment will prevail in the institution, and we will move ahead of our competitors.

OUR VALUES

Customer Focus

The most significant elements of our goals and culture are to fully understand the needs of our customers, to evaluate and respond comprehensively, and to live in a continuously customer-oriented way. We believe that we must evaluate, respond, and meet the changing needs and expectations of our customers better and faster than our competitors in order to realize our values and achieve our goals.

The long-term relationship we aim for with our customers and the most accurate way of achieving their loyalty to us is to gain a comprehensive understanding of customer needs and to provide superior products and services adhering to ethical rules.

Ethics and Responsible Behavior

As the VSY Biotechnology Family, we act in accordance with ethical values. Our individual and social relations do not extend beyond these ethical rules. Honesty is one of our basic principles. With a sense of responsibility, we protect our company, our business, and our environment. We avoid negative behavior.

Sustainability

In order to make our existing capabilities and growth permanent, we lay solid foundations and make long-term strategic plans. We contribute to the development of these aspects by focusing on our basic processes such as innovation, efficiency, profitability, and customer satisfaction. We develop ourselves, keep pace with change, and continue to create value. **In this way, we maintain our sustainable structure with our ability to be permanent and to develop continuously.**

Açıklama [Y1]: This sentence is quite unclear. Please could the client clarify what is meant here

Production	Success	Business	Contact	Customer
Productivity	Growth	Processes	Marketing	satisfaction
Innovation	Profitability	Organization	Brand	
		Innovation		

EMPLOYEES AND COMPANY POLICIES

Our standards

Respecting the law is the responsibility of the company, its staff, and partners.

Compliance with Employee and Company Policies

If you believe that any employee is acting or may act against the law or the company's policies, conduct procedures or ethical rules, and you have reasonable grounds to do so, you can report the matter to the senior management using the Ethics hotline, as outlined in the following sections of the booklet.

Privacy

It is very important for us that you feel safe within the system of compliance with company policies and ethical rules. That's why we give privacy first priority. You can be assured that maximum efforts will be made to keep your identity confidential when you interact with the Ethics hotline as part of compliance with company policies.

EMPLOYEES AND COMPANY POLICIES

Competition Laws

In order to prevent unlawful or irregular agreements and to prevent even the slightest impression of such a thing, the following provisions are prohibited in the VSY Group of Companies:

Negotiating with competitors or setting up other types of links on price fixing, determination, or discrimination.

Negotiating with suppliers or customers or establishing other types of links to limit free trade or to remove competitors from the market in an unfair or irregular manner.

Negotiating with competitors about the regions or markets where competitor products can be sold, or for sharing market or customers.

Negotiating or making agreements with other persons and companies to boycott the customer or supplier companies.

Actions that violate competition laws can take many forms. We avoid negotiating with competitors on issues such as prices, terms of sale, costs, profits, profit rates, product or service offerings, production or sales volumes or capacities, market shares, coordination of tendering processes, division of sales regions or allocation of customer or product types.

Bribery and Corruption

The VSY Group of Companies prohibits giving or paying anything to any person of any kind or structure, with the intention of gaining advantage in the sale of goods and services, or by benefiting from official authorities. No payment or any gifts or services should be made to public officials, which may raise the slightest suspicion of influencing their decisions. For more information, see the Code of Ethics for Public Employees.

Integrity in Marketing

It is forbidden to make use of unfair competition methods in trade and to resort to unjust or deceptive acts or practices. This prohibition includes, but is not limited to, false or deceptive advertising in connection with sales and marketing activities, false statements, bribes, and unfair disclosure of competing products.

EMPLOYEES AND COMPANY POLICIES

Commercial Intelligence

When our employees have access to commercial information about other companies in any way, this should be accepted only after we have considered that obtaining and using this information does not constitute a moral or legal disadvantage and does not violate any person's confidentiality obligations.

Business Issues

In various countries, there are various laws that restrict or prohibit trade with certain countries and parties. Persons in charge of international operations should learn about these laws and how they apply and should consult with the legal department in case of any questions or doubts.

Professional Misconduct

Employees of the VSY Group of Companies may not engage in acts or conduct contrary to morality, law, or the discipline of the VSY Group of Companies.

EMPLOYEES AND COMPANY POLICIES

Fraud

Fraud is an employee's unfair gain by deliberately improperly using or seizing the resources and assets of the business in which he/she works. In the event that any fraud situation is identified, it is essential to carry out an examination / research process to identify those responsible. Examples of fraud include, but are not limited to:

- Embezzlement of money, materials, or other assets.
- Irregularities in buying and selling processes.
- Misuse of company money.
- Inappropriate reporting of financial transactions.
- Deliberate display of financial information and performance results.
- Deliberate demonstration of improper expenditure in accordance with company procedures.
- Deliberately altering company documents to mislead users.

You can report any suspected fraudulent situations to the senior management using the Ethics hotline.

Confidential and Property Information

Products, services, ideas, concepts, and other information produced or developed by VSY Biotechnology are valuable and subject-matter assets. Various laws make it possible to protect these assets. Examples of confidential and proprietary information include marketing plans, sales and marketing information, customer and staff records, research and development information, technical data, manufacturing techniques, price information, strategies and information on new products and services. It is not ethical to share confidential information of the company with employees outside the company.

Açıklama [Y2]: We are not sure what this means. Please ask the client to clarify what is meant here.

Patents, Trademarks, and Copyrights

Patents, trade secrets, copyrights, names and trademarks, scientific and technical information, company expertise, and experience or improved practice acquired during the company's activities are elements that are essential for protecting the company's intellectual property. It is necessary to establish, protect, and defend the intellectual property rights of the company on everything that is commercially important and to ensure that these rights are exercised responsibly. While trying to protect the intellectual property rights of the company, the legal intellectual property rights of other persons and organizations also should be respected.

EMPLOYEES AND COMPANY POLICIES

Privacy of Personal Information

This privacy policy applies not only to business information, but also to the personal information of current or former personnel, job applications, consultants, customers, and other stakeholders. The Company protects and keeps all such personal information in its possession.

Conflicts of Interest

You can share a possible conflict of interest by contacting the Ethics hotline. Conflicts of interest are very diverse and can be exemplified by the fact that a company employee receives fees or commissions from any supplier, competitor or client company, or provides another financial gain.

Personal Relations

Various movements of family members or close friends outside the workplace can also cause conflicts of interest. Personnel may lose objectivity in decisions due to such actions.

Working Outside the Company

It is absolutely not acceptable for VSY Biotechnology employees to enter a second job with a competing company, customer, supplier company, or a supplier of goods or services.

Acceptance of Gifts, Invitations, Credits, and Other Kindnesses

Conflicts of interest can sometimes arise despite all goodwill. Company employees are prohibited from receiving any gifts, services, etc. from customers or suppliers. Gifts (or symbolic gifts), which are insignificant in monetary value, can only be accepted on a regular basis or on a frequent basis.

EMPLOYEES AND COMPANY POLICIES

Reporting Discrimination and Harassment Events

An employee involved in harassment and discriminatory behavior is subject to various disciplinary measures, including termination of employment.

Substance Use

Our policy is designed to eliminate substance abuse. If you have sufficient observation and evidence that our employees are under the influence of alcohol or drugs while at work, you can report this to the Ethics hotline.

Political Activities

Company personnel cannot conduct political activities during normal working hours in the company and cannot use the company's resources for this purpose.

ETHICS HOTLINE AND APPLICATION PROCEDURE

In applications for violation of ethical rules, relevant information and documents are forwarded to the VSY Biotechnology Internal Audit Unit via the Ethics hotline. The identity of those reporting the situation is strictly confidential. Applications to the Ethics hotline can be made by stating the applicants name or staying anonymous. If the applicant is happy to disclose their name, this will be helpful when examining and concluding their application as it means they can be contacted in order to obtain additional information about the subject.

All customers and solution partners who wish to report, suggest, or consult ethical violations to VSY Biotechnology Internal Audit Unit can send an e-mail to etik@vsybiotechnology.com. They can also call 0850 302 29 41, send a fax to 0850 346 79 31, or fill in the notice form at www.vsy.com.tr/etikhat.



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