

№ 02149  
29 Ocak 2020

## Export Credit Bank of Turkey



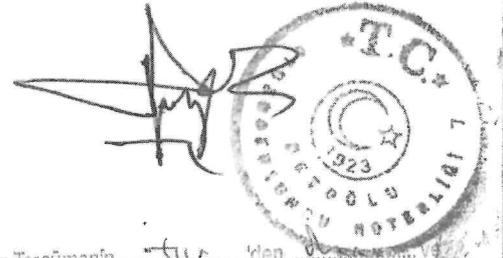
### CODES OF PRACTICE FOR ANTI-BRIBERY IN INTERNATIONAL BUSINESS TRANSACTIONS

December 2019

Tercüme edilmek üzere bana verilen tu .....  
dihindeki ASIR Foto Kopya Faks belgeyi  
.....tu .....  
Notar Yemahli Mütavsimi



İşbu Tercümanın tu .....  
Ortaklar Cad. No:2/11 Mecidiyeköy Adresinde faaliyet  
gösteren DÜNYA ÇEVİRİ MERKEZİ elemanlarından  
..... tarafından yapıldığını onaylanmıştır.





02149

29 Ocak 2020

## CODES OF PRACTICE FOR ANTI-BRIBERY IN INTERNATIONAL BUSINESS TRANSACTIONS

### INTRODUCTION

#### Article I)

The minimum requirements which must be fulfilled before starting credit granting procedure are regulated in these Codes of Practice with a view to identifying and preventing bribery in international business transactions for which export credit/ insurance/guarantee support will be provided by Export Credit Bank of Turkey (the Bank) within the following frameworks of;

- ❖ "Convention on Combating Bribery of Foreign Public Officials in International Business Transactions" (OECD Anti-Bribery Convention), dated 1997, of Organization for Economic Cooperation and Development (OECD), of which our country is a member, <sup>1</sup>
- ❖ The relevant provisions of the Turkish Penal Code No. 5237,
- ❖ OECD Council Recommendation on Bribery and Officially Supported Export Credits (Recommendation),
- ❖ The liabilities due to membership of Turkey in Working Group on Export Credits and Credit Guarantees.<sup>2</sup>

### DEFINITIONS

#### Article II)

**Enhanced Due Diligence:** Refers to any investigation conducted in a more comprehensive manner than the standard due diligence and in cases where the transaction as a part of the application is suspected of bribery,

**Exporter:** Refers to companies and natural person merchants which directly apply to programs offered by our bank or do not directly apply to programs offered by our bank but exports of goods/services of which is to be made from Turkey and constitute a subject of these programs,

**Foreign Public Official:** Refers to any person who performs a public service of any foreign country and officer or official of an international public organization, including the ones, whether elected or appointed, at a legislative, administrative or judicial duty at state institutions and organizations in a foreign country,

**Foreign Country:** Refers to all levels and sublevel at the state, from national to local.

**Relevant Parties:** Refer to the parties with which the Bank has a direct contractual relationship or intends to enter into a contract. Contractual relationship; refers to the relationship between the parties arising from a written agreement in which the parties make their declaration of intention for granting of the credit, insurance and/or guarantee,

**Risk Assessment:** Refers to standard due diligence (screening) and enhanced due diligence process of applications in terms of bribery risk and risk level,

**Standard Due Diligence:** The assessment process for all applications, which aims to determine the risk of bribery,

1 "Convention on Combating Bribery of Foreign Public Officials in International Business Transactions" which was signed by our country in 1997, is approved by Law No. 4518 dated February 01, 2000.

2 Our country is represented by our Bank in OECD Working Group on Export Credits and Credit Guarantees.

Tercüme edilmek üzere bana verilen...  
dışındaki... faks belgesi;  
... ve doğru olarak  
çevirdiğime beyan ederim.

Müsteri Yemini Mutercaamı



İşbu Tercümenin... 'den... 'ye  
Ortaklar Cad. No:2/11 Mecidiyeköy Adresinde faaliyet  
gösterep DÜNYA ÇEVİRİ MERKEZİ elemanlarından  
... tarafından yapıldığını onayladım



02149

29 Ocak 2020



f)- The commitments should be requested from exporters and relevant parties that there is currently no ongoing trial or investigation, about exporters or any natural/legal person acting on their behalf, conducted by official authorities at the Turkish courts and/or any other foreign court in connection with the bribery offense; or there is no imprisonment decision or arbitration given in the last five years due to breach of the laws enacted by any Turkish or foreign court, or no proceedings including investigations, are in place relevant to any criminal procedures or no administrative penalty is given thereof,

g) The commitments should be requested from exporters and relevant parties that fees and commissions paid or decided to be paid to natural persons and/or companies acting as intermediaries, under any name whatsoever, for the application or acting on behalf of the Company are made for legal services,

h) In cases where requested by the Bank, the commitments should be requested from exporters and relevant parties that they will be liable for disclosing the identity of the persons who act as intermediaries for the procedures, the purpose and amount of commissions and fees paid to such persons, and in which country or jurisdiction such commissions and fees are paid.

i) The commitments should be requested from exporters and relevant parties that the Bank will be intimated in the case that there is an investigation or a lawsuit filed by the prosecution office for bribery against exporters or persons acting on their behalf at any time until the credit/insurance/guarantee relationship with the Bank is terminated.

j) In case it is declared to the Bank at the application stage that the criteria specified in paragraphs (c) and (f) of this Article are not fulfilled, the applications in question can be assessed in the following circumstances;

- i. Employees committing bribery are dismissed,
- ii. An effective administrative control mechanism is implemented.
- iii. An independent audit is performed and the results are submitted upon request by the Bank,
- iv. Other measures which may be requested by the Bank are taken accordingly.

k) If the commitments to be requested under this Article are not signed or produced by the exporter or the relevant party, or if it is established as a result of assessment that briber is involved for granting or executions of relevant transactions, then the application is rejected.

l) At any period until the credit/insurance/guarantee relationship is terminated;

Until the conclusion of the comprehensive assessment in case of breach of the commitments under this article;

Until legal processes is closed if investigation is initiated and/or lawsuit is filed against the parties involved in the transaction due to bribery,

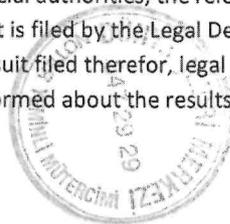
In the foregoing circumstances, the application is suspended and/or payments are withheld.

m) If a substantial evidence for bribery is found in the transaction, it must be reported to the judicial authorities immediately before credit/insurance/guarantee support is provided.

In the notification process to the judicial authorities; the relevant application is submitted to the Department of Legal Affairs and a criminal complaint is filed by the Legal Department of Legal Affairs following the approval of General Directorate. In case of a lawsuit filed therefor, legal processes are followed by the Department of Legal Affairs and the relevant units are informed about the results.

Tercüme edilmek üzere bana verilen.....  
dışındaki Asıl, Fotokopi, Faks, belgeyi  
..... ile tam ve doğru olarak  
çevirdiğimizi beyan ederim.

Noter Yeminli Mütercimi



İşbu Tercümenin.....'den.....'ye  
Ortaklar Cad. No:2/11 Mecidiyeköy Adresinde faaliyet  
gösteren DÜNYA ÇEVİRİ MERKEZİ elemanlarından  
..... tarafından yapıldığını beyan ederim.



№ 02149  
29 Ocak 2020



n) In case of any doubt or suspicion that there may be bribery in the transaction, a comprehensive investigation phase is initiated.

#### ENHANCED DUE DILIGENCE

##### Article V-

The scope of analysis and intelligence work can be expanded for transactions considered to be risky in terms of bribery during the standard due diligence. Measures which may be taken when conducting an enhanced due diligence include, but are not limited to, the following:

a) Investigation of whether or not preventive/corrective in-house measures such as dismissal of the personnel involved in bribery, conducting of independent audits, submission of the said audit results periodically etc. are taken by the Company in question if it is established that the circumstances as provided for in sub-clauses (e) and (f) under Article IV occurred for anyone involved in the procedure which constitute the subject of the application.

If it is established that the companies which directly apply to programs offered by our bank or do not directly apply to programs offered by our bank but exports of goods/services of which is to be made from Turkey and constitute a subject of these programs do not meet the criteria provided for in Articles 4 and 5 of the Commitment Letter, their applications can be included in assessment process if;

- i. Employees committing bribery are dismissed,
- ii. An effective administrative control mechanism is implemented.
- iii. An independent audit is performed and the results are submitted upon request by the Bank,
- iv. Other measures which may be requested by the Bank are taken accordingly.

b) Investigation of the reasons why the relevant persons are included in the black lists if the exporter or the relevant party and the natural/legal person acting on their behalf are included in the sanction lists.

c) Investigation of natural/legal persons (e.g. agents) acting on behalf of the exporter and on behalf of the other parties, if any, in connection with the transaction.

For this purpose;

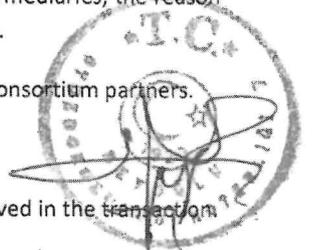
Obtaining information about identities of intermediaries, the purpose and amount of payments to intermediaries as well as in which country or jurisdiction such payments will be made,

Investigation of the amounts of fees and commissions paid or agreed to be paid to intermediaries, the reason for payment, and whether the location where they are paid is reasonable, valid and legal.

d) Risk assessment of other parties involved in the transaction, such as joint venture or consortium partners.

e) Expanding the sanction list check to include all parties involved in the transaction.

f) Requesting information about ownership structure and financial status of parties involved in the transaction.



Tercüme edilmek üzere bana verilen...  
dilindeki Asıl/Enköpü Faks belgeleri  
...diline doğru olarak  
çevirdiğim beyan ederim.



İşbu Tercümenin...den...yo  
Ortaklar Cad. No:2/11 Mecidiyeköy Adresinde faaliyet  
göstere DÜNYA ÇEVİRİ MERKEZİ elemanları  
tarafından yapıldığını beyan ederim.

№ 02149

29 Ocak 2020



g) As a result of enhanced due diligence, if it is established that bribery is involved in procedures, then the application is rejected.

h) If a substantial evidence for bribery is found in the transaction, it must be reported to the judicial authorities immediately before credit/insurance/guarantee support is provided.

#### ASSESSMENT AFTER CONCLUSION OF CONTRACT

##### Article VI-

In the cases where the exporter or the relevant party or one of the persons acting on their behalf, under any name whatsoever, are under them under any name is condemned (sentenced), and such a sentence becomes final or it is established by award of arbitration that the person/s in question is/are involved in bribery at any time in the duration after credit/insurance/guarantee is granted;

- In credit programs, payments are stopped and the amount of the credit provided is collected in accordance with the relevant provision of the Commitment and Consent Letter or the General Credit Agreement.
- In insurance/guarantee programs, no compensation is paid. The compensation already paid shall be collected in accordance with the relevant provision of the Commitment and Consent Letter or Insurance Policy.

If a substantial evidence of bribery is found during the establishment and/or performance of the export contract/liaison in the period after credit/insurance/guarantee support is provided, it must be immediately notified to judicial authorities in accordance with sub-clause (m) of Article IV of Codes of Practice.

#### OTHER PROVISIONS

##### Article VII-

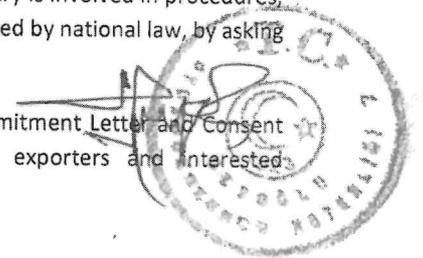
a) The declarations within the scope of the Article IV are obtained, at the earliest stage, through the instruments of Commitment and Consent Letter annexed to this Codes of Practice for mid-term and long-term programs, as for short-term credit/insurance/guarantee programs, they will be produced through the instruments of General Credit Agreement and relevant Insurance Policy.

b) Provisions for the standards to be applied by our Bank regarding anti-bribery shall be included into the relevant codes of practice of the Bank's credit/insurance/guarantee programs.

c) It is essential for establishment and maintenance of relations of Bank with the relevant company/institution that exporters, which do not directly apply to programs offered by our bank but exports of goods/services of which is to be made from Turkey and constitute a subject of these programs, fulfill their liabilities under Commitment and Consent Letter. Follow-up of these obligations is made by the relevant units.

d) In cases where it is established by a judicial decision or arbitral award that bribery is involved in procedures, such incidents will be reported to OECD Export Credit Group, to the extent permitted by national law, by asking advice and information from the Department of Legal Affairs.

e) The current Recommendation, these Codes of Practice and the annexed Commitment Letter and Consent Letter shall be published on the Bank's official website. The Bank informs exporters and interested parties through meetings and the official website.



Tercüme edilmek üzere bana verilen...  
dilekteki Asıl Kopya Faks Bergeyt  
diline her bir doğru olarak  
cevirdiğimizi beyan ederim

İşbu Tercümenin...  
Ortaklar Cad. No:2/11 Mecidiyeköy Adresinde faaliyet  
gösteren DÜNYA ÇEVİRİ MERKEZİ elemanlarından  
tarafından yapıldığı bildirilmektedir.

02.149

29 Ocak 2020



f) In order to effectively implement the Recommendation, the Bank informs the Ministry of Foreign Affairs, the Ministry of Treasury and Finance and the Ministry of Commerce to ensure that commercial and economic counselors working in our representative offices abroad are informed of the Recommendation and the Bank's practices, and information is requested from the said authorities and they are disseminated throughout the Bank.

g) If there would exist any substantial evidence/s for bribery, which may be provided at any stage, during establishment or execution of the Agreements to which exporters or relevant parties with respect to the export transactions subject to the Bank's programs are a party or parties, the matter is reported to the Department of Legal Affairs at our Bank and it is communicated to competent judicial authorities if deemed appropriate by relevant Directorate and accordingly required measures are taken.

ANNEX - 1: Commitment and Consent Letter

Tercüme edilmek üzere bana verilen .....  
diliindeki Asıl/Fotokopisi Faks belgeleri  
..... diline tam ve doğru olarak  
çevirildiğimizi beyan ederim.

Noter Yeminli Mütercimi



İşbu Tercümenin .....'den .....'ye  
Ortaklar Cad. No:2,11 Mecidiyeköy Adresinde faaliyet  
gösteren DÜNYA ÇEVİRİ MERKEZİ elemanlarından  
..... tarafından yapıldığını beyan ederim.