

ETHICS AND BUSINESS CONDUCT

1. PURPOSE

The Şok Marketler Ticaret A.Ş. (Şok Marketler) Code of Ethics and Business Conduct (hereinafter "the Code") constitutes an indispensable set of principles established to regulate internal company relations, as well as the relationships of the company and its employees with the customers, suppliers, and other stakeholders. It is designed to enhance service quality, promote the efficient use of resources, and prevent unfair competition.

The objective of this Code is to foster a common corporate culture centered on business ethics and to raise awareness, sensitivity, and consciousness on this subject. The Code serves as a guide for all parties to act not only in accordance with legal and commercial obligations but also with a strong sense of ethical responsibility in all business processes.

The Şok Marketler Code of Ethics governs the relationships of our customers, employees, shareholders, business partners, and suppliers with each other, our competitors, public institutions, and society at large.

All employees are expected to embrace, adopt, and fully comply with our ethical rules.

2. SCOPE

This Code is integral to the Company's policies, values, and principles. It applies to all employees of Şok Marketler Ticaret A.Ş., members of the Board of Directors, suppliers, business partners, intermediaries, contractors, agents, and all third parties with whom business is conducted.

3. DEFINITIONS

Ethics: The fundamental principles that ensure any action is carried out in an acceptable and responsible manner. Ethics is a set of behavioral rules and principles that define what is right and wrong, encompassing moral duties and responsibilities. Concepts such as morality and honesty are inherent to ethics.

4. PROCEDURAL DETAILS

4.1. ETHICAL PRINCIPLES

4.1.1. Compliance with Laws and Responsibilities

Şok Marketler Ticaret A.Ş. maintains the highest level of compliance with all national laws, regulations, and internal company policies.

We prioritize accurate and timely communication in our dealings with regulatory and supervisory bodies.

4.1.1.1. Compliance with Competition Law

We act in full compliance with the Law on the Protection of Competition and all related legislation. We are meticulous in upholding free competition, promoting the development of the sector, protecting common interests, and ensuring the continuity of trust in our industry. We observe fair competition conditions in our relationships with competitor companies.

Violations of competition rules can result in significant financial penalties and/or potential imprisonment for both individuals and the corporation. We mandate that all Şok Marketler employees comply with all applicable laws, regulations, decrees, and orders concerning the protection of competition.

4.1.1.2. Compliance with Capital Market Law and Use of Inside Information

Employees shall not, under any circumstances, share non-public information with third parties for personal gain or for the benefit of anyone outside the company.

It is prohibited for those with access to inside information to use it to gain benefits for themselves and/or third parties.

Individuals with access to inside information include the chairman and members of the board of directors, executives (managers and above), auditors, and other designated persons who may become aware of such information during the performance of their duties.

Employees of the publicly traded Şok Marketler Ticaret A.Ş. and those with access to corporate information are responsible for complying with the obligations set forth in the relevant communiqués of the Capital Markets Board (CMB) and company policies. Other employees may freely buy and sell company shares without time restrictions, based on publicly available information.

These rules also apply to the first-degree relatives of employees, and any transactions made by them will be considered as having been made by the employee.

4.1.1.3. Prevention of Money Laundering and Anti-Corruption

Money laundering is defined as the act of assisting or colluding with a person engaged in criminal or illegal activities by deceptively legitimizing the source of their proceeds or profit-generating assets. This definition also includes participating in any process intended to invest, conceal, or clean up the funds obtained from such activities.

Bribery refers to the act of giving money or goods 'under the table' (covertly) to a relevant official or officials, to illicitly facilitate a desired action or gain an unlawful advantage.

We hold our employees accountable for exercising due diligence in the fight against money laundering and corruption. To this end, our employees must comply with all applicable laws, regulations, and company policies. Failure to do so will result in disciplinary action, including termination of employment.

We expect the same level of diligence from our customers and suppliers.

Şok Marketler strictly prohibits the giving or receiving of bribes, whether in the form of cash, commissions, profits, contributions, or any other form.

We are committed to combating money laundering, financing terrorism, corruption, and similar crimes as a core principle, in line with national and international legislation.

4.1.1.4. Misconduct and Irregularities

We abstain from any unethical activities such as bribery, fraudulent behavior, or any action aimed at unjust enrichment in all our business areas.

We mandate that our employees conduct all their business relationships in full compliance with applicable laws and regulations. They must not knowingly engage with any party in violation of these rules, must uphold ethical principles, and must avoid all fraudulent or deceptive practices.

We do not tolerate employees using their authority to harm Şok Marketler for their own benefit or the benefit of their relatives.

We do not permit employees to derive personal gain, directly or indirectly, from the company's purchasing and sales activities or any transactions and contracts to which the company is a party.

We expect our employees to immediately inform their managers and/or report to the Ethics Hotline upon detecting any irregularities in their business dealings.

4.1.1.5. Protection of Personal Data

All employees of Şok Marketler Ticaret A.Ş. and its subsidiaries are obligated to act in accordance with the regulations and policies on the protection of personal data (including general data processing, special category data processing, storage, and disposal), the Law on the Protection of Personal Data, and all other relevant legislation while performing their duties.

4.1.1.6. Unfair Competition (Relations with Competitors)

We avoid any actions that would constitute unfair competition in all our business areas. We hold our employees accountable for complying with all laws and regulations.

We do not make negative statements about our competitors or their executives, and we refrain from making statements that could lead to speculation about them or their products.

We never resort to illegal or unethical means to access information about other companies and have established regulations to prevent our employees from doing so.

Our employees are strictly prohibited from disclosing any non-public information that influences the company's competitive strategy. We also have zero tolerance for gathering market intelligence through illegal or unethical means, including but not limited to industrial espionage, bribery, or theft.

We strictly avoid any agreements, understandings, or coordinated actions with competitors or other third parties that are intended to, or result in, the prevention, restriction, or distortion of competition.

4.1.2. Human and Employee Rights

We respect human rights, individual differences, and personal characteristics.

We treat all employees and job applicants fairly and equitably, providing equal opportunities regardless of race, religion, gender, sexual orientation, age, nationality, origin, marital status, pregnancy, or disability.

Any behavior amounting to harassment based on age, language, race, health status, gender, or marital status, including verbal, physical, or behavioral sexual harassment, will be evaluated by the Ethics Committee.

We provide a work environment where our employees feel safe, peaceful, and valued.

Şok Marketler Ticaret A.Ş. rejects the use of child labor, except as permitted by law, and we do not work with any supplier or subcontractor who employs child labor.

We measure employee performance using objective methods and provide development opportunities in areas where they are needed.

We promote a system based on solidarity and cooperation rather than negative competition.

Employees are obliged to provide accurate information requested by the Human Resources Department and to update it when necessary.

In extraordinary situations such as natural disasters, we prioritize solidarity with our employees and their families.

4.1.2.1. Harassment (Mobbing)

We develop measures to prevent "Mobbing," defined as psychological violence, pressure, intimidation, or harassment, and to protect our employees from such treatment.

We place special importance on protecting the dignity of our employees and do not permit their personal values to be violated, their emotional well-being to be eroded, or them to be subjected to any form of psychological pressure or harassment, regardless of the source.

4.1.3. Environment, Health, and Safety (EHS)

As an environmentally responsible company, we conduct our activities in full compliance with environmental legislation.

We work to prevent air, water, and soil pollution and implement recycling and reuse processes to reduce waste.

We develop methods to conserve natural resources like energy and water and work towards the efficient use of energy and materials.

We identify and take measures to mitigate risks for environmental and climate change-related emergencies. We raise awareness by providing environmental training to employees and subcontractors.

To create a safe and healthy work environment, we comply with occupational health and safety legislation in all our operations. We ensure and mandate the use of adequate protective equipment and safety measures.

We expect our employees to fulfill their responsibilities for ensuring the safety of the company and all personnel.

The health and safety of our employees, customers, consumers, and everyone with whom we have a business relationship are a top priority in all our activities.

We do not permit the use of illegal drugs, alcohol, or other harmful substances, nor smoking outside designated areas, within company work areas or while using company vehicles and equipment.

We emphasize that implementing company policies and regulations on workplace health and safety is a critical responsibility for all employees.

We respect the health of our community and consumers.

Detailed records are kept of EHS training, violations, and incidents.

4.1.4. Responsibilities to Shareholders

We manage the Company's resources and assets with an awareness of efficiency and savings for the benefit of our shareholders. We consider the views of our shareholders in our decision-making processes. We regulate our relationships with shareholders within the framework of financial discipline and transparency.

We conduct the purchase and sale of company shares within legal frameworks.

In our public and shareholder disclosures, we provide timely, accurate, comprehensive, and understandable information about our financial statements, strategies, investments, and risk profile, as required by legislation.

4.1.5. Political Activities

Şok Marketler Ticaret A.Ş. and its subsidiaries do not cooperate with or support political parties or groups acting in their interest.

The decision of our employees to contribute to any political or social activity is entirely personal.

However, we require that employees do not engage in political activities during working hours or take up the time of their colleagues for such matters. Furthermore, employees may not use the company name, their position, title, or company resources during their political activities.

4.1.6. Social Responsibility, Volunteerism, Donations, and Sustainability

With a sense of social responsibility, we participate in projects that contribute to the development of society and provide donation support.

We require that corporate donations and social support be made to projects, institutions, and organizations that comply with internal regulations, the Company's Code of Ethics, and our corporate reputation. We do not make donations to private accounts or for-profit organizations.

We encourage our employees to participate in social activities such as environmental, health, educational, and sports initiatives, on the condition that individual volunteer activities are conducted using their own resources, outside of work, and without affecting job performance.

We take utmost care to protect human and public health and the environment, both in our own operations and in the activities of our suppliers and business partners.

4.1.7. Responsibilities Towards Third Parties

4.1.7.1. Relations with Public Institutions and Organizations

We maintain an equal distance from all public institutions, non-governmental organizations, and political parties without any expectation of personal benefit.

We avoid any relationship, influence, or activity that could prevent fair decision-making regarding our operations. We do not provide any benefit, material or moral, to any public official.

We provide timely, consistent, accurate, and understandable information to the public and our shareholders.

We publicly disclose any information, development, or change that could affect the value of our publicly traded investment instruments in compliance with legislation and within the specified timeframes. We take care to protect the confidentiality of non-public internal information.

We hold relevant employees participating in tenders, bid preparations, or contract negotiations responsible for ensuring that all their statements, correspondence, and declarations to the relevant parties are accurate and truthful.

4.1.7.2. Relations with Suppliers and Business Partners

We strive to be honest and fair in our relationships with our suppliers and business partners.

We are careful to make decisions based on objective criteria when selecting suppliers and business partners with whom we prefer to work in long-term cooperation.

When establishing and conducting commercial relations, we base our decisions on objective, transparent, equitable, and independent criteria that are consistent with our corporate values and consider the interests of our third-party stakeholders, free from any conflict of interest or personal influence.

Employees may not enter private business relationships with company customers/subcontractors, suppliers, or other firms and individuals with whom the company has a commercial relationship, nor may they borrow money/goods for personal purposes or lend money/goods to them. Purchasing personal goods or services from a customer/subcontractor/supplier or other related parties without payment is considered a form of personal gain and is grounds for termination of employment.

We expect our suppliers and business partners to comply with the Şok Marketler Code of Ethics and Business Conduct, share the same values, and act accordingly.

We require our suppliers and business partners to conduct their activities in compliance with laws and regulations, respect the rights of their employees, and adhere to standards such as environmental protection.

Our employees are required to comply with the company's current procedures and corporate documents for procurement through tender processes.

4.1.7.3. Relations with Customers and Consumers

We consider the satisfaction and happiness of our customers and consumers our top priority.

We avoid unfair or deceptive practices in our relationships with them.

We evaluate and consider the opinions, requests, and complaints of our customers and consumers in our decisions.

We promptly resolve any issues arising from our companies or channels in the process of our products reaching the consumer and strive to elevate product quality beyond consumer expectations.

We aim to provide the best service by focusing on changing customer and market needs.

In relationships with customers, no transaction can be made without the customer's knowledge, even if it is to their benefit. We do not take advantage of customer vulnerabilities or pursue profit by providing incomplete or incorrect information, even if it benefits Şok Marketler.

4.1.7.4. Relations with the Media

We manage an open and transparent communication model with the media.

We ensure that corporate messages, information, and statements are not misleading to the public.

We maintain an equal distance and relationship with all media organizations.

We respond to inquiries and requests from the media about Şok Marketler's financial or industry-related matters in coordination with the authorized corporate communications department.

We direct all media inquiries and requests to the relevant department. We take care to ensure our correspondence with the media is in writing.

4.1.8. Separation of Corporate and Personal Interests

4.1.8.1. Definition of Conflict of Interest

We define a conflict of interest as any situation where our employees, their family members, or close associates benefit from commercial activities conducted with the customers and suppliers of Şok Marketler and its subsidiaries.

A conflict of interest covers any benefit provided to employees, their relatives, or associated persons or organizations, as well as any other material or non-material obligations related to them.

A material conflict of interest involves a real or potential financial gain, which does not have to be monetary; benefits such as gifts and hospitality are also included.

A non-material conflict of interest involves a personal benefit without financial gain, such as influence peddling or leveraging one's reputation and connections.

The potential for an employee's behavior to be influenced is a sufficient condition for a conflict of interest. Another criterion for identifying a conflict of interest is whether a third-party observer would believe the employee's objectivity could be compromised in the given situation.

We do not permit our employees to work as suppliers for the company they work for. Likewise, their family members and close associates cannot be suppliers to the company where the employee works.

We do not permit employees to invest in or lend money to suppliers or customers in a way that would be contrary to the Company's interests. Similarly, we do not allow employees, their family members, or close associates to benefit from special advantages and conditions provided to the Company by a supplier or customer for personal gain.

4.1.8.2. Accepting and Giving Gifts and Benefits (e.g., credit, discounts)

We do not permit our employees to accept or give gifts of monetary value or that can be converted to money from Şok Marketler Ticaret A.Ş. suppliers and business partners that could influence their impartiality and decisions.

Employees are rewarded with gifts within the framework of the Company's internal reward system. Outside of this, employees must comply with relevant company regulations regarding accepting and giving gifts.

Employees must avoid forming close personal relationships with representatives of suppliers or business partners. This includes going out for a meal with them for social purposes. However, meals for legitimate business purposes are permitted, provided they receive prior managerial approval and the expense is covered by Şok Marketler.

4.1.8.3. Investments Made by Employees

We require our employees and those with access to inside information to act in accordance with the Company's Public Disclosure Policy and relevant legislation.

Employees may not enter into partnerships, conduct direct or indirect business, or engage in personal financial transactions such as lending or borrowing money with any of the Company's suppliers or customers. Furthermore, they are forbidden from demanding personal access to the special advantages and terms that Şok Marketler's suppliers and business partners provide to the Company.

4.1.8.4. Policy on Trading Company Shares

We require our employees to comply with legal regulations and the Company's internal procedures when buying and selling the Company shares, and to avoid conflicts of interest.

4.1.8.5. External Engagements

We expect our employees to comply with their employment contracts and rules of loyalty.

Full-time employees are not permitted to work for another organization, in accordance with current regulations.

Our employees are prohibited from engaging in any personal business or commercial activities that would constitute operating as a "merchant" or "sole proprietor". Furthermore, to avoid conflicts of interest, employees may not hold any role at a competing company or at any entity with which the company conducts business, such as clients, suppliers, or partners.

Part-time or consultant employees are permitted to continue their work outside of competitor companies, provided they inform their respective company management.

Employees may engage in representative activities in other companies with the approval of the CEO.

4.1.8.6. Employee Participation in Events as Speakers

In accordance with the Company's Public Disclosure Policy, the designated company spokesperson/representative may share information approved by corporate communications and relevant departments with the public. Any fee received for duties performed on behalf of the company in associations, employer unions, and similar non-governmental organizations belongs to the respective institution.

Payments made to a Şok Marketler employee by third parties for services such as seminar speaking fees are also the property of the institution. These individuals may accept symbolic awards, plaques, etc., given as a memento of the day, but not gifts of material value.

4.1.8.7. Kinship and Family Ties

As a principle, the employment of individuals with any kind of family ties to Company employees is not permitted. If at least one of the related individuals does not hold a manager-level position or above, there is no subordinate-superior relationship between them, they will work in different regions, and they will not work under the same business function, this principle may be re-evaluated by the Ethics Committee, provided that a written notification is made to the Ethics Committee in advance.

We require employees to notify the Company in writing within one month if a relative or family member starts working in a critical position at a competing firm.

Employees' family members, kin, and relatives are not permitted under any circumstances to engage in commercial activities that could create a conflict of interest within Şok Marketler Ticaret A.Ş. and its subsidiaries or in the fields in which it operates; to enter business relationships with suppliers or service providers; to invest; to borrow/lend money; or to benefit for personal gain from special advantages and conditions provided to the Company by a supplier.

All employees must immediately notify the Company if they encounter situations that could create a conflict of interest while performing their duties (even if there is only a doubt).

4.1.8.8. Representation and Hospitality

We allocate a representation expense budget for hosting customers and suppliers and for business meetings. We require that representation expenses be used only in their relevant areas. We do not permit transfers between budget spending categories.

It is essential that all expenditures are documented with invoices. An invoice from another source cannot be obtained for an expense for which an original invoice was not received. When necessary, we require an expense slip to be issued in accordance with the law. Non-deductible expenses are recorded in non-deductible expenses.

Business-related hospitality events are carefully monitored with the help of corporate standards and relevant internal regulations and are approved by senior management. No other hospitality expenses are acceptable.

Group expenses, such as team meals and business entertainment, must be paid by the most senior manager attending the event. The related expense report must also be prepared and submitted for approval by that manager.

Business-related expenses must be submitted for approval by the individual who incurred them, together with the required supporting documentation.

4.1.9. Protection of Company Assets

4.1.9.1. Protection of Corporate Assets

Our employees are responsible for the proper use of all the group's assets and resources, including intellectual property rights, technology, computer hardware and support, software, real estate assets, machinery and tools, raw materials, company vehicles, and cash equivalents.

The equipment, systems, facilities, and assets of Şok Marketler and its subsidiaries are to be used only for conducting company business or for purposes authorized by management.

Unless otherwise specified in company regulations and/or procedures, employees are not permitted to use company assets for personal purposes or for the benefit of any person outside the company.

We expect our employees to use company assets in accordance with corporate principles and regulations. We take measures to prevent the unauthorized use or damage of these assets by third parties.

4.1.9.2. Use of Information Technology Resources

The Information Technology (IT) Resources of Şok Marketler Ticaret A.Ş. include all computer hardware owned, leased, or rented by the Company. This hardware includes all types of software, personal computers, portable computing devices, network servers, internet access, intranet, and email access devices.

All IT Resources of Şok Marketler Ticaret A.Ş., and all information created, stored, or transmitted using these resources, are the property of Şok Marketler Ticaret A.Ş. Our employees use and protect these resources for business purposes, in a responsible manner, and in accordance with laws and company regulations, taking necessary measures to prevent unauthorized access.

4.1.9.3. Confidential Information and Principles for Its Protection

The following are considered confidential information at Şok Marketler Ticaret A.Ş.: Commercial information, technical data, financial data, production data, customer information, personal information, product information, equipment and application information, technical formulas and drawings, system and program information, purchasing information, engineering information, regulations, business plans, and, without limitation, all information not disclosed to the public by the company. This information is confidential, even if not explicitly labeled as such. Employees protect all confidential information and documents they access during their work. They use this information only for the benefit of the company's business, within the framework of legal and ethical rules.

Our employees shall not, for any reason or for personal gain or the benefit of anyone outside the company, share non-public information with third parties.

Even after leaving employment, employees may not use or allow the use of any of the above-mentioned confidential information and documents, directly or indirectly, for their own or a third party's benefit, orally or in writing, without the company's written permission.

We expect employees to exercise the utmost care regarding data privacy and security when using all IT resources and electronic communication tools. Employees are required to comply without exception with company policies and instructions to prevent confidential information from falling into unauthorized hands or being leaked.

Employees know the confidentiality level of the information they obtain in the course of their duties and act accordingly. If there is any doubt about the level of confidentiality, a manager's opinion is sought. This information cannot be altered, copied, or destroyed. Necessary precautions are taken to handle, store, and prevent the disclosure of information carefully. Desks are cleared before the end of the workday, and any confidential information/documents are locked away, with keys stored in a secure place.

Any data, information, or documents that could harm the company's activities and reputation, put it at a competitive disadvantage, or violate the privacy of special information are not to be sent outside the company via email or other communication tools.

Passwords and user codes are kept confidential and are not disclosed to anyone other than authorized users.

Confidential information is not discussed in public places such as elevators or service vehicles.

4.1.9.4. Intellectual Property Rights

The "Intellectual Property Rights" at Şok Marketler Ticaret A.Ş. include trademarks, patents, and other intellectual rights belonging to Şok Marketler Ticaret A.Ş.; databases, printed communication materials, processes, advertising, product packaging and labels, and plans (marketing, product, technical), product designs,

know-how, and any other information created, invented, developed, or implemented by personnel, including all innovations.

The intellectual property rights of Şok Marketler and its subsidiaries are extremely valuable assets and must always be well protected.

The commercial/financial rights of any product, design, program, or other innovation, i.e., intellectual property rights, created by our employees during their time with the company or using company resources, belong to the company; no one can claim any right against the company in this regard.

We expect our employees to be aware that all correspondence, written materials, documents, or records, special process information, regulations, and proprietary business flow information—whether confidential or not—are the property of Şok Marketler Ticaret A.Ş. and its subsidiaries and must remain within the organization.

Employees are required to comply with rules and laws regarding software licenses, patents, and copyrights. All software and copyrights necessary for their work are obtained through legal means. Employees may not use any accounts allocated to them by the company for illegal purposes.

4.1.9.5. Product and Service Quality

In all our activities, we act in accordance with laws and relevant regulations, contributing to the establishment of principles, standards, and practices for product quality and consumer welfare.

We do not use additives in food products that are specified as harmful to human health by law, relevant regulations, and standards, and we clearly state the contents of our products on their packaging.

We offer high-quality products and strong brands to our consumers with the best service, ensuring easy accessibility.

We ensure that our employees in stores and distribution centers are continuously informed and trained on hygiene, product, and service quality. To ensure customer satisfaction and sustainable quality, findings related to product quality are communicated to the relevant units and resolved.

4.1.10. Accuracy in Records and Financial Reporting

4.1.10.1. Maintaining Accurate and Complete Records

It is essential that all records at Şok Marketler and its subsidiaries are kept in accordance with legislation. Documents related to commercial and financial transactions must reflect the actual situation. No payment can be made or approved for purposes other than its intended use.

4.1.10.2. Providing Accurate Information and Financial Reports to All Necessary Parties

In all services and transactions of Şok Marketler and its subsidiaries, accurate, complete, and timely information is provided to investors, customers, suppliers, and official authorities in accordance with legislation.

4.1.11. Advertising and Promotion

Şok Marketler and its subsidiaries do not use misleading or deceptive advertising in their sales and marketing activities and do not make false statements. Advertisements do not discriminate based on gender, religion, language, or race, and do not include elements that are demeaning to individuals or contain violence.

5. COMPLIANCE RESPONSIBILITY AND REPORTING VIOLATIONS

Şok Marketler employees who need guidance on the Code of Ethics and Business Conduct should consult:

- The Code of Ethics and Business Conduct Procedure,
- Their direct supervisor and the relevant Human Resources Manager,

- The Ethics Committee (bildirim@sokmarket.com.tr).

Employees who believe a violation of the ethical rules has occurred should report any such action or situation to the Ethics Committee via:

- Email: bildirim@sokmarket.com.tr
- Phone: **0 850 226 25 96**
- The Şoknet Irregularity and Ethics Reporting Screen.

While providing a name is preferred when reporting a violation, anonymous reports containing concrete evidence and serious allegations will also be considered.

The severity of the violation will be assessed by the Ethics Committee, and where necessary, the opinion of the relevant support unit (Legal, Audit, HR, etc.) will be sought.

All reports will be kept confidential. Reports will be reviewed by the Ethics Committee, and appropriate actions/measures will be taken in line with the committee's decision.

Şok Marketler is committed to protecting the rights of employees who make reports to the Ethics Committee. Retaliation against any employee for making a report will not be tolerated, and necessary action will be taken against anyone who attempts to retaliate.

We expect our employees to demonstrate a sense of responsibility and an attitude consistent with business ethics, and to always act in a manner consistent with the meaning and purpose of the Code of Ethics and Business Conduct.