

1 Introduction

Whistleblowing is an intentional disclosure recorded in the Branch's files and conducted by a person who is aware of either significant irregularities and omissions, or other punishable acts, actual, potential or expected within the Branch, which are communicated to the competent Unit in order for the latter to act repressively.

The purpose of the T.C. Ziraat Bankası A.Ş. Whistleblowing Policy is to establish the framework for the timely detection of irregularities, oversights or punishable acts with respect to the operations of the Branch.

Under the framework of the Policy, T.C. Ziraat Bankası A.Ş. employees have the obligation to disclose serious irregularities, oversights or punishable acts which come to their attention concerning employees or executives of Branch.

The basic and inviolable principle of the Whistleblowing Policy is to protect anonymity and confidentiality of the identity of individuals who make such disclosures and, provided they are employees of the Branch, to ensure that neither their present position nor their future professional development is threatened.

Disclosures are made without promise of payment or any consideration, with the scope to, on the one hand, comply with and observe the Institutional and Regulatory Framework especially **Par. 10 chapter II of Bank of Greece Governor's Act 2577/9.3.2006 and par. 3 of Article 35 of Law 4557/2018** (implementing articles 8 and 61(3) of EU Directive 2015/849) and on the other hand to consolidate the need to safeguard the image and assets of the Branch and clients, from irregularities performed by staff and executives which can affect its prestige and reputation.

2 Field of application

Reports of an irregularity, oversight or punishable act include – but not exclusively – the following:

- Theft,
- Fraud,
- Corruption,
- Intimidation
- Inappropriate behavior
- Any kind of harassment (e.g. sexual)
- Abuse of power,
- Exercise of influence,
- Abuse of assets,
- Violation of bank confidentiality,
- Misleading presentation of information,

- Violation of Bank policies,
- Violation of the legal framework governing the Bank,
- Bribery,
- Code of Conduct breaches
- Un-recognized or not-reported conflicts of interest
- Breaches of Regulation 575/2013
- Other unethical behavior

Whistle blowing procedure & the whistleblowers plays an essential role in exposing corruption, fraud, mismanagement and other wrongdoing that threaten the Bank and the other employees' safety, the financial integrity, and the human rights. The right of employees to report wrongdoing is a natural extension of the right of freedom of expression, and is linked to the principles of transparency and integrity and in some cases they have the duty to report wrongdoing.

3 Whistleblowing of Irregularities, Omissions or Acts that are Punishable by Law

The Head of Internal Audit is responsible for the assessment and management of confidential claims made by employees or third parties regarding of T.C. ZIRAAT BANK A.S./Athens Central Branch.

The Bank has established procedures and makes available to the whistleblower alternative ways of making a disclosure via:

- Mail to a post office box (T.C. ZIRAAT BANKASI A.S., Ermou 2, P.C. 10563, Athens, Recipient: Head of Internal Audit)
- E-mail to a specific e-mail address of the Bank (**athens.whistleblowing@ziraatbank.com**).
- Via fax (210-3221796, Attention to Head of Internal Audit)
- Via phone call within the working hours from 8:00 to 15:00 daily, except Saturday and Sunday (**210-3223038 with Head of Internal audit**).

Alternatively and especially for breaches of code of conduct or possible conflicts of interest, the Bank 'staff can report directly to the Compliance Function of the Bank, according to Chapter II, paragraph 23.1 of Bank of Greece Act 2577/2006. The contact details are the following:

- Mail to a post office box (T.C. ZIRAAT BANKASI A.S., Ermou 2, P.C. 10563, Athens, and Recipient: Head of Compliance)
- E-mail to a specific e-mail address of the Bank (**athens.whistleblowing@ziraatbank.com**).
- Via fax (210-3221796, Attention to Head of Compliance)
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Whistleblowing Policy

According to guidelines EBA/GL/2017/11 of the European Banking Authority, par. 125, if there any doubt as to the effectiveness of the institution for investigating/ reporting the evidence of breach, the employee/ third party has the possibility of reporting breaches through the competent authorities' mechanisms. To this end Bank of Greece has a website available for all kind of third party reporting at the web adress : <https://www.bankofgreece.gr/kiries-leitourgies/epopteia/pistwtika-idrymata/kataggelies-sthn-tte>

4 Confidentiality/Anonymity/Protection of the Whistleblower

4.1 Confidentiality/ Anonymity

T.C. ZIRAAT BANK A.S encourages employees to put their names to their allegations. Anonymous allegations make it extremely difficult or even impossible to thoroughly investigate an allegation, due to the difficulty of receiving information from an anonymous whistleblower (e.g. discussion, meeting for the provision of clarifications during the investigation), and also due to the difficulty of evaluating the credibility of the allegation. Anonymous allegations are examined depending on how well founded they are and whether it is possible to identify the illegal act described.

T.C. ZIRAAT BANK A.S is committed to protecting the anonymity of the whistleblower and not proceeding with actions which may reveal his/her identity. It is noted that the revelation of the whistleblower's identity may be required by a court or legal procedure, in the framework of the investigation of the case. The anonymity of any other persons involved in the case will be retained, subject to the above restrictions.

The maintenance and processing of personal data is carried out in accordance with the applicable legislation on the protection of personal data.

4.2 Protection from Retaliatory Actions

The Bank commits to protecting employees who made a disclosure in good faith, from any retaliatory actions against their current position and their future professional development. In particular, the "Framework for the Protection of Employees-Whistleblowers against Potential Retaliatory Actions" is set out in Annex of this Policy. In case the allegation is not confirmed by the investigation there shall be no consequences for the whistleblower. In case the whistleblower was a participant in the disclosed wrongdoing, s/he will not be excused from his/her responsibilities, but his/her contribution to the detection and investigation of irregularities, oversights or punishable acts will be taken into consideration.

4.3 Law Protection

Whistleblowing Policy

According to **United Nations CAC article 33** *Each State Party shall consider incorporating into its domestic legal system appropriate measures to provide protection against any unjustified treatment for any person who reports in good faith and on reasonable grounds to the competent authorities any facts concerning offences established in accordance with this Convention (ratified by Law 3666/2008).*

Whistle-blowers in Greece have legal protection under **article 45B of Law 4257/2014** as public interest witnesses. All banking institutions are considered as entities of public interest according to **Law 4449/2017**, thus the protection of Law 4257/2014 applies also to whistleblowers in the Banking section of economy. Additionally the GDPR provisions, especially article 23 of Regulation 2016/679 sets the limitations in cases of public interest.

5 Internal Audit Division

The Head of Internal Audit is responsible for the assessment and management of confidential claims/ disclosures/ allegations and is headed of the investigative procedures. Any receivable reports from whistleblower should be categorized as “high priority” issue and has to be settled immediately, as far as possible.

Specifically, the Head of Internal Audit receive from inside of the Bank (or by third parties) confidential or even anonymous written or verbal reports and observations on irregular actions or omissions or violations and criminal offenses for the Bank. Also, the auditor is examining & whenever is necessary, investigating through special process (interviews, onside audit etc) any documents, event or orally complaints. Furthermore, the delegated auditor draw written conclusions which are specifically (& with strictly confidentiality) notify to the responsible management bodies, which are the Audit Committee of the Group (through Internal Audit Department/ Inspectors of the head office) & Senior County Manager of Greece (upon circumstances). Any data & report are notified to the aforementioned under conditions & principles of confidentiality and security.

The Head of Internal Audit is obliged to ask for an extra (or outshouting) support form specialized partners (such as consultancy firms, lawyers, other auditors, IT specialists, technician etc) always under the principle of confidentiality. The cost of this support is approved by the Senior County Manager of Greece (upon circumstances).

The treatment of anonymous written or verbal reports must be subject to special attention without this meaning that there will not be given a due diligent attention. But of the auditor not be able to obtain additional information necessary for the investigation, then she has the obligation to stop the audit and make the relevant statement.

ANNEX - Framework for the Protection of Employees - Whistleblowers against Potential Retaliatory Actions**Scope**

Recognizing that there are employees who are reluctant to report or disclose suspected wrongdoing (whistleblowing) in fear of possible retaliation, this framework ensures that T.C. ZIRAAT BANK A.S is a safe environment that protects and encourages employees to make disclosures necessary to safeguard the Bank's employment framework.

T.C. ZIRAAT BANK A.S opposes retaliation against any employee who reports or participates in investigating an actual or suspected violation of the Code of Conduct.

Under this framework, every employee is encouraged, without fear of any form of retaliation, to speak openly and provide honest and full information when s/he observes or suspects unlawful or unethical behaviour or behaviour contrary to the Code of Conduct.

Any well founded and promptly made disclosure shall protect both the Branch and the employee whistleblower itself.

Definition of Whistleblower Retaliation

The negative consequences that an employee may experience in the workplace because s/he is a whistleblower or participates in a relative investigation constitute whistleblower retaliation.

Possible whistleblower retaliation may indicatively be the following:

- Labor harassment (bullying)
- Unfavorable treatment
- Assigning excessive tasks beyond the hierarchical level and development plan.
- Removing duties without reasonable justification and replacing them with new ones.
- Obstructing the exercise of labor rights (for example development – training plans, leave).

Procedure for Reporting Whistleblower Retaliation

In the event that an employee is retaliated against in the workplace, the Branch encourages the employee to disclose the incident to the Head of Internal Audit in writing, along with any information substantiating the claim.

The Head of Internal Audit in collaboration with HR function assesses the credibility of the claim, investigates the incident and proceeds to the appropriate resolution.

The claimant shall be informed at the end of the process for the outcome of the claim.

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Finally, the Head of Internal Audit notifies the Audit Committee of the Group (through Internal Audit Department/ Inspectors of the head office) & Senior County Manager of Greece (upon circumstances) of the claim concerning retaliatory action against whistleblower.

Restoration Actions

In addition, the Branch shall take the necessary steps to restore the labor framework within which any employee proved to have been retaliated against works, in accordance with the principles of the Code of Conduct.