

Code

STM.QMS.001
OF CONDUCT(CoC)

CODE



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Revision No.

00

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Document Owner

Compliance Manager

Approved By

CEO

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Sertan Pehlevan	Approver		Director	19.10.2021

With a experience since 2015 as Maritime agency, Zeymarine Ship Agencies and Services Co.Inc. (hereafter referred to as 'ZEYMARINE') prides itself on being your maritime and logistics services partner of choice in Turkey. Zeymarine has established a solid reputation based on integrity, consistency and competency, providing high quality services in compliance with all relevant laws. In line with our company compliance process, this Code of Conduct establishes some key principals that apply throughout Zeymarine's business activities as well as to its Managers, Directors and Employees. These principles relate to:

- Legal Compliance
- Fairness at Work
- Business Ethics
- Anti-Corruption and Bribery
- National and International Trade
- Employees' Conduct and Workplace Environment
- Health, Safety, Environment and Quality
- Confidential Information , Data Protection and Social Media

1. LEGAL COMPLIANCE

- In every city, state or country in which we operate, the Zeymarine shall comply with the laws and regulations in that country.
- In cases of conflict between mandatory law and the principles in this Code of Conduct, the law shall prevail.
- In situations where the law does not give guidance, the Zeymarine applies its own standards based on corporate values and culture as set in this Code of Conduct.

Zeymarine Gemi Acentalığı Ve Hizmetleri Tic. A.Ş.

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2. FAIRNESS AT WORK

Zeymarine comply with national laws and regulations. Zeymarine consider the National Labor Organization's conventions regarding forced labor, child labor, non-discrimination, freedom of association and collective bargaining. Key topics regarding human rights are mentioned below.

Relevant Zeymarine policy references:

- Zeymarine QHSE Policy
- Zeymarine Occupational Health Policy
- Disciplinary Policy and Procedure

2.1. Prevention of Human Trafficking, Child Labor and Forced Labor

Zeymarine deems human trafficking, forced, debt-bonded or slave labor unacceptable. We are committed to preventing these practices in our operations and projects.

Zeymarine adheres to legal minimum age requirements in all countries in which we are active. Zeymarine does not employ children and will under no circumstances make use of forced labor.

No employee is required to lodge any deposits, and no individual will be deprived of identity papers upon commencing work for Zeymarine. All Directors and managers are responsible for compliance with Zeymarine standards relating to child labor and forced labor and will use their reasonable endeavor to ensure compliance with this Code with key suppliers and contractors, and will use its influence as reasonably possible to ensure that customers uphold these same standards.

2.2. Non-Discrimination, Anti-Harassment and Equal Opportunity

Zeymarine is committed to an inclusive work environment in which all individuals are treated with respect and dignity. Each individual has the right to work in a professional atmosphere that promotes equal employment opportunities and prohibits discriminatory practices. Zeymarine expects that all relationships among persons in the workplace are business-like and free of bias, prejudice and harassment.

Zeymarine recruits, employs and promotes employees on the sole basis of their qualifications, skills and abilities which include reputation and reliability.

Zeymarine endeavors to enable each individual to develop his or her talents in various ways, e.g. by offering training programs, (global) mobility and promotion opportunities. It is Zeymarine's policy to ensure and promote equal employment opportunity without discrimination or harassment on the basis of race, color, national origin, religion, sex, sexual orientation, age or trade union membership. Zeymarine prohibits and will not tolerate any such discrimination or harassment.

2.3. Right to Organize and Right to Collective Bargaining

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Zeymarine recognizes the freedom of employees to establish or join an organization of their choice, including trade unions, and will respect this right. Zeymarine will not make (continuation of) employment subject to the condition that he/she must or should not join a union, or must accept or relinquish trade union membership. Zeymarine respects the right of employees to be represented by staff representatives, trade unions and other employee organizations.

3. BUSINESS ETHIC

- Conduct our business with integrity, competence and consistency.
- Maintaining the highest standards of professionalism in all dealings with others.
- Seek to achieve mutually beneficial business relationships with customers, suppliers and all other business partners.
- Customer, supplier and all other business partners' privacy is to be respected and their data protected.
- Ensure that customers, suppliers and all other business partners are familiar with the Code and its key Principles.
- Free and open competition.
- We retain the moral rights in, and ownership of, all intellectual property that we create unless agreed otherwise in advance with our clients. In return we respect the moral and intellectual copyright vested in our clients' intellectual property.

4. ANTI BRIBERY AND CORRUPTION

Zeymarine maintains a zero tolerance policy towards bribery, which is the acceptance, offering, solicitation or promise of benefits, monetary or in kind, in order to gain business advantages to which we would otherwise not be entitled. Full compliance with the relevant laws prohibiting bribery is applied with no exceptions whatsoever.

4.1. Bribery

Zeymarine condemns any act of bribery. Employees shall not offer, promise or give a bribe either directly or indirectly to a person in a position of trust whether in government or in private business (active bribery), nor shall they request or receive a bribe (passive bribery).

Bribe is a financial payment or gift to another person in order to induce or reward a person for the improper performance of his function or activity and thereby to secure business or a business advantage. A breach of the expectation that a person will act in good faith, impartially or in accordance with a position of trust counts as improper performance.

4.2. Gifts and Hospitality

Corporate gifts and hospitality (like meals, travel or entertainment) can be offered/received in order to develop and strengthen business relationships. They are only allowed if the expenditure is not excessive and if consistent with the accepted legitimate business practice in the relevant country. Zeymarine expects that employees have an open

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discussion about these items, in case of doubt. As a general rule, employees should refrain from offering/accepting gifts and hospitality to/from public/governmental officials.

5. NATIONAL AND INTERNATIONAL TRADE

Zeymarine is committed to free, fair and ethical enterprise. All employees must follow all applicable trade laws and ensure Zeymarine's core values are applied in all dealings. A failure to comply with these laws and regulations can severely damage our business and expose us to criminal charges. All employees could face dismissal, fines and imprisonment.

5.1. Antitrust (Competition) Law

Antitrust law protects free enterprise and prohibits behaviour that limits trade or that restricts fair competition. These laws apply to every level of business. They combat illegal practices like price-fixing, market-sharing or bid-rigging conspiracies, or behaviours that aim to achieve or maintain monopoly. Zeymarine does not tolerate violation of antitrust laws.

Any of Zeymarine Employee must not agree with competitors of Zeymarine to fix price or any elements of price (such as discounts, rebates or surcharges). All employees must not agree with others not to compete in particular markets or for particular customers or accounts. All employees must not rig bids or tenders, and not agree with others to boycott any customers or suppliers except in connection with internationally imposed sanctions. Agreements with competitors to reduce or stabilise production, capacity or output are forbidden. Anti-competitive behaviour will damage Zeymarine's business and reputation for fairness and honesty. Anti-competitive practices are unacceptable. They are illegal in most countries and can lead to heavy fines and imprisonment.

The principles;

- Do not agree, even informally, with competitors on pricing, production, customers or markets without a lawful reason. Always get legal advice on whether a practice is lawful.
- Decisions on Zeymarine's pricing, production, customers and markets must be made by Zeymarine alone.
- Do not discuss with competitors:
 - which suppliers, customers or contractors Zeymarine deals and will deal with; or
 - which markets Zeymarine intends to sell into or on what terms Zeymarine will deal.
- Leave industry meetings if competitively sensitive issues arise and ensure your departure is noticed. Report the matter to Zeymarine Legal and your line manager.

5.2. Export / Import Controls and Sanctions

Export / Import Controls and Sanctions laws give countries legal control over the sale, shipment, electronic transfer or disclosure of information, software, goods and services across national borders. Exports include transfers electronically, through discussions or visual inspections, and not only through traditional shipping methods.

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We think carefully about the potential impact of export / Import control laws and sanctions before transferring goods, technology, software or services across national borders. Remember that controls and sanctions (or embargoes) can be imposed against countries, entities, individuals and goods. All employees must know which of these controls or sanctions may result in restrictions or prohibitions on the way you conduct business. Zeymarine could face criminal charges, fines and loss of export privileges if you do not comply with the relevant controls and sanctions. All employees could face dismissal, fines or imprisonment.

The principles;

- Make sure Zeymarine have proper authorisation before exporting or importing goods, technology, software or services across national borders.
- Know Zeymarine customers and suppliers and how they will use the goods, technology, software or services that Zeymarine supply to them.
- Seek legal advice before doing business with a country or individual if sanctions apply.
- Do not import/export from/to a country to which sanctions apply, into a country which applied those sanctions.
- Keep up to date with changing rules.
- Get legal advice if Zeymarine have doubts about export and import controls or sanctions.

Z E Y M A R I N E

6. EMPLOYEES CONDUCT AND WORK PLACE ENVIROMENT

SHIP AGENCIES & SERVICES CO INC

6.1. Social and Safety Performance

Zeymarine is committed to maintaining a working environment where there is mutual trust and respect and where everyone feels responsible for the performance and reputation of the company. Zeymarine is committed to provide a safe working environment and safe practices for all employees. Thereto, Zeymarine has set up a Q-HSE policy based on the ISO standarts and other applicable national and international legislation.

6.2. Equal Opportunities and Discrimination

Zeymarine will ensure that its employment-related decisions are based on relevant qualifications, skills, performances and other job-related factors. Zeymarine shall not tolerate unlawful discrimination nor any action, conduct or behavior that is humiliating, intimidating or hostile.

6.3. Conflict of Interest

Conflict of interest situations are to be avoided. Employees have the obligation to notify the HR Department whenever a relationship could create a conflict of interest. A conflict of interest occurs when an employee's personal relationships, participation in external activities or interest in another venture could influence the employee's decisions in conducting Zeymarine's business.

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7. QUALITY,HEALTH,SAFETY AND ENVIRONMENT

Zeymarine is committed to operating in a manner that protects our employees and the environment; adheres, at the very minimum, to relevant government safety, environmental and health regulations; provides our customers with "value added" services so that they can further protect their employees, property, and the environment.

New employees will receive Q-HSE training as part of their induction whilst existing employees will be provided with the appropriate resources and training, to ensure that they can undertake our operations to the required Q-HSE standards.

Zeymarine is accredited by Partners Certificate Assurance(PCA). The assessment standards currently are ISO 9001: 2015 (Quality Management System), ISO 14001: 2015 (Environmental Risk) and ISO 45001: 2018 (Occupational Health and Safety Management System) and ISO 10002:2018(Customer Satisfaction Management System)

Zeymarine is committed to promoting and actively ensuring sustainable practices at all levels of the company. We want to ensure continuous improvements in reducing our environmental footprint of our own operations and that of our customers and partners. We accept this responsibility to our environment and communities, by managing the impacts of our operations.

Safe, sustainable and environmentally sound performance is an essential part of our business concept and a cornerstone in the Zeymarine brand name. Every employee has the full support from management to break a chain of events that might result in an accident or environmental incident. Complacency is a threat to all our activities and is not accepted.

8. CONFIDENTIAL INFORMATION, DATA PROTECTION AND SOCIAL MEDIA

SHIP AGENCIES & SERVICES CO INC

8.1. Confidential Information

Confidential information is treated with the utmost care, and includes any business sensitive information. Full compliance with laws and regulations relating to confidential information is always ensured, and any changes in the relevant legislation is monitored. Wherever the circumstances require a confidentiality agreement is executed.

Privacy of personal data is protected and treated with confidentiality and all Representatives are required to uphold the utmost standards in relation to such protection. Any personal data processing is made in accordance with the applicable laws and regulations and bearing in mind the relevant complexities involved in the shipping agency industry which requires a higher standard of care.

8.2. Data Protection

IT and communication technology include, but is not limited to, personal computers, desk top computers, mobile and desk phones. A limited use of Zeymarine's IT and communication technology for personal use is generally acceptable

IT and communication technology should not be used in any way that is unethical or illegal, or that could embarrass, misrepresent, or give an unjust or unfavorable impression

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of Zeymarine or its business affairs, employees, suppliers, customers, competitors or stakeholders.

8.3. Social Media

Employees shall use social media for their personal social communication only. Disclosure of project information, commercial information, operational activities or confidential information is not allowed and can only be communicated through Zeymarine's official (social) media channels

9. ACKNOWLEDGEMENT

This Code of Conduct will be reviewed once a year. Zeymarine continuously follows up compliance with the Code of Conduct and makes briefing on the Code of Conduct a natural part of the introduction of new employees and for new business partners.

All Zeymarine Group employees shall confirm that they have read and understood the Code of Conduct in its entirety including its meaning in practice and that they will cooperate in the follow-up of the compliance with the Code of Conduct or any investigations of conflicts. The Code of Conduct shall be an integral part of the employment contract.

The Zeymarine Group reserves the right to take action, including potential termination of employment, against employees who violate the law, this Code of Conduct or company policies.

Z E Y M A R I N E

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