



Working with Third Parties Policy

A R Y H O L D I N G



ARY HOLDING

PURPOSE

We at ARY Holding and its subsidiaries and affiliates worldwide ("ARY Holding" or the "Company") are committed to conducting business in accordance with the highest ethical standards and in full compliance with all laws applicable to our business operations. ARY Holding only conducts business with entities and individuals who share our commitment to high ethical standards and operate in a responsible way.

This Working with Third Parties Policy (the "Policy") provides guidance to Employees (as defined below) on establishing and monitoring relationships with ARY Holding's business partners and intermediaries, referred to here as "Third Parties," and defined as any individual or entity that works with or on behalf of ARY Holding.

This Policy focuses on how we as a Company can work together to manage bribery and corruption risks related to business dealings with Third Parties. Third Parties can include customers, vendors, suppliers, distributors, resellers, joint venture partners, advisors and consultants, service providers, contractors and sub-contractors, lobbyists or law firms, marketing and sales agents, or other intermediaries. When an individual or entity acts on ARY Holding's behalf, ARY Holding can be held responsible for their conduct. In fact, companies are frequently held responsible for the conduct of individuals and entities acting on their behalf, regardless of whether the company explicitly knows about any misconduct. Moreover, the activities of Third Parties directly affect ARY Holding's reputation in the community. This is why it is imperative that ARY Holding only work with trustworthy Third Parties who share our commitment to abide by applicable laws and regulations. Third Parties must be carefully selected, provided clear expectations, and properly supervised and compensated.

This Policy is therefore designed to help Employees understand their obligations with respect to selecting, engaging, and managing Third Parties. This Policy is part of a suite of ARY Holding policies and procedures designed to reduce the risk of violations of anti-corruption laws and regulations around the globe. This Policy is meant to be read together with ARY Holding's Code of Conduct, Anti-Bribery and Anti-Corruption Policy, and other applicable Company Policies. To the extent that this Policy provides a standard that appears to conflict with the Code of Conduct, other Company policies, or any applicable laws and regulations, the more demanding standard applies.

SCOPE

This Policy applies to all ARY Holding employees, directors, officers, as well as contractors, suppliers, individuals or entities under ARY Holding's direct supervision, working for ARY Holding, or an asset directly or indirectly controlled by ARY Holding (collectively, "Employees").

POLICY

ARY Holding's Code of Conduct sets out the Company's commitment to act with integrity in all business activities and to comply with applicable laws and regulations. The Code of Conduct also makes clear that Third Parties are expected to abide by ethical principles that underline our Anti-Bribery and Anti-Corruption policy (the "ABC Policy"). ARY Holding never authorizes Third Parties to engage in bribery or corruption on our behalf or to engage in any activities prohibited under our Code of Conduct or other applicable Company Policies.

Employees are expected to have properly vetted the Third Party, always know what the Third Party is doing on the Company's behalf, and contact Compliance immediately if one learns about any suspicious conduct or any signs or indicators that something may be wrong i.e. any "red flags," as further explained below.

To manage our bribery and corruption exposure associated with our business partners, ARY Holding implements a range of controls and processes, including screening, due diligence, and monitoring, using a risk-based approach.

The Company implements additional controls for any high-risk Third Parties, such as Third Parties that will interact with Government Officials on our behalf. We conduct a detailed risk-based assessment prior to entering into these types of business relationships. This enables the Company to identify, assess, and mitigate any corruption risks presented by such engagements. We also conduct ongoing monitoring of our Third-Party relationships and more frequent review of our high-risk Third-Party relationships.

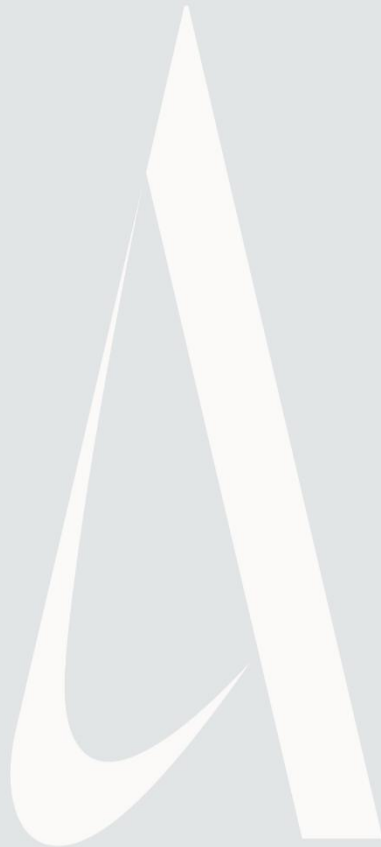
The responsibility to monitor our Third-Party relationships does not stop with the Compliance Department; it is every Employee's responsibility to notify Compliance of issues that they observe or learn about as soon as possible. If an ARY Holding Employee learns that the Third Party with whom they are doing business interacts with Government Officials on ARY Holding's behalf, please notify Compliance immediately.

Employees must carefully evaluate and assess any potential Third-Party business partners and must adhere to the Company's Procurement and Supplier Risk Assessment processes before entering into any contractual engagements.

An Employee can help ARY Holding manage risks involved with working with Third Parties by:

- (1) Setting appropriate expectations;
- (2) Binding Third Parties to the Company's Code of Conduct and ABC policy, to the extent possible;
- (3) Monitoring Third Party compliance with the Company's Code of Conduct, the ABC Policy, and applicable laws and regulations;
- (4) Reporting suspected violations and acting on violations.

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Set Appropriate Expectations

It is important to understand the qualifications, reputation, and intentions of any Third Party before and while they are doing work on behalf of the Company. To set appropriate expectations, Employees must be clear in all interactions and communications with Third Parties that the Company does not tolerate bribery, fraud, or any other forms of corruption and that we comply with the law. This is accomplished by communicating the Company's Code of Conduct, which summarizes the Company's values and ethical standards as they apply to Third Parties and provides a set of governing principles for ethical behavior when interacting with the Company or when acting on its behalf. Employees should communicate to Third Parties that they are not engaged in any form of corruption.

The key principle when dealing with Third Parties is to "trust but verify." Proper due diligence procedures enable ARY Holding to meet its commitment to act with integrity by protecting against the risk of partnering with individuals or entities that do not operate ethically and consistently with applicable laws. Such due diligence procedures also minimize reputational and legal risks arising from international sanctions, anti-corruption, anti-money laundering, and modern slavery regulations, by investigating a potential business partners' past and current ethical standing.

When Possible, Bind the Third Party to ARY Holding's Code of Conduct and its ABC Policy

After the due diligence process is complete and the decision to engage a Third Party has been made, Third Parties should adhere to the principles and standards set out in the Company's Code of Conduct and underlying policies, including the ABC Policy and, where applicable (i.e., if the Third Party is a supplier), the

Supplier Code of Conduct. In addition, contractual provisions can be included in the written agreements with Third Parties that formalize the business relationships between the Company and the Third Party. If possible, the Company's agreement with the Third Party should stipulate that the Third Party agrees to comply with the applicable law and to act ethically and in accordance with our Code of Conduct and ABC Policy. If you are dealing with a Third Party that asks a question about their obligations or seems unsure about how to comply with their obligations under the law or our Code of Conduct or policies, please direct them to your Compliance Officer for immediate support.

ARY Holding expects Third Parties, in carrying out their activities, to comply not only with applicable laws and regulations but also with internationally recognized human rights and labor standards. Operating in a manner that respects human dignity and ensures fair and ethical working conditions is a fundamental expectation of ARY Holding in all its business relationships with Third Parties.

Continually Monitor Third Party Conduct

Periodically, the Company will re-evaluate and, if necessary, audit Third Party compliance with the Company's Code of Conduct, the ABC Policy, and applicable laws and regulations, as their status (in terms of integrity category and risk profile) might change with time. As an Employee, you may be called upon to obtain certain information from the Third Party or answer questions about your experience working with the Third Party.

Prohibition of Forced Labour and Child Labour

ARY Holding clearly states that practices such as forced labour, modern slavery or the employment of child labour by Third Parties are unacceptable under any circumstances. Third Parties are required to conduct their activities in compliance with applicable laws and international labour standards and to ensure that they are not directly or indirectly involved in such practices.

A zero-tolerance approach in this context means that any involvement in forced labour, modern slavery or child labour constitutes a material breach of the principles set out in this Policy. If such violations are identified, ARY Holding reserves the right to review the business relationship with the relevant Third Party, require corrective actions or terminate the business relationship.

Non-Discrimination and Ethical Conduct

ARY Holding requires Third Parties to refrain from any form of discrimination based on race, gender, religion, language, age, disability, or any other similar grounds in the conduct of their activities. Third Parties are expected to act in a respectful, fair, and ethical manner in all business relationships and to conduct their activities in alignment with ARY Holding's ethical values.

In the event that any practices contrary to these principles are identified, ARY Holding reserves the right to suspend the business relationship, require the implementation of corrective measures, or terminate the relationship with the relevant Third Party.

Information Security and Confidentiality

Third Parties are obliged to keep all commercial, technical, financial and personal information belonging to ARY Holding confidential. Third Parties are expected to use such information solely for authorized purposes and to act in compliance with ARY Holding's information security, data protection and confidentiality policies and procedures.

Provisions governing confidentiality, information security and compliance obligations may be included in the agreements entered into between the Company and Third Parties. In the event that a Third Party experiences uncertainty or ambiguity regarding its obligations under applicable laws, the Code of Conduct or Company policies, the necessary guidance shall be provided through the Compliance Department.

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Report on Suspected Violations

Employees with information on potential non-compliant conduct of ARY Holding, its Employees, or any Third Party with whom the Company conducts or anticipates conducting business must report the situation immediately to Compliance or by using the Company's confidential and anonymous reporting line as soon as possible.

Potential Red Flags:

Employees are expected to report any suspicious conduct or "red flags" to your Compliance Officer immediately, even if you only have a suspicion. Common red flags in the vetting and selection process of a Third Party may include:

- Refusing to agree to compliance terms and conditions in the contract;
- Refusing to promptly and fully cooperate with due diligence processes;
- Providing inaccurate or misleading information;
- Failing to provide ultimate beneficial ownership information or using a shell or holding companies to obscure ownership without a credible explanation;
- Refusing to name subcontractors or others involved in the work being performed;
- Implying that they have access to non-public information or special influence over government decision-makers
- Having close connections to Government Officials (immediate family, romantically, etc.) Not being able to demonstrate their technical, capacity, or other ability to perform the specified work;
- Requesting excessive discounts, commissions, fees, or compensation disproportionate to others performing similar work;
- Having a reputation for engaging in improper practices (fraud, corruption, bribery);
- Involving the Third Party was specifically requested by a Government Official

While performing work on the Company's behalf, Third Parties must be carefully supervised and managed. You should know exactly what the Third Party is doing and why. Common red flags during supervision include the Third Party:

- Requesting special payments or side payments outside the agreement, especially if intended to expedite or influence government processes
 - For example, requesting a Facilitation Payment. A facilitating payment is a financial payment that may constitute a bribe and is made with the intention of expediting an administrative process. It is a payment made to a public or government official that acts as an incentive for the official to complete some action or process expeditiously.
- Providing vague or insufficiently detailed statements of work or invoices ("miscellaneous" or "incidental" fees)
- Introducing new third parties into the process for unclear reasons

One of the most critical elements of properly supervising Third Parties involves the financial oversight of the Company's relationship. Common red flags to watch for include the Third Party:

- Requesting up-front payments or payments off-cycle from contractual milestones
- Requesting unusual payment arrangements including pass-through payments through another party or payment to un-named accounts (numbers only)
- Requesting payments or transactions to be conducted through a bank or entity outside the country in which they are based
- Seeking reimbursement for suspiciously high or frequent meals, travel, other expenses or costs incurred

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RELATED PROCESSES

Third Parties may be asked to cooperate with various due diligence procedures, provide proof of work performed, and cooperate with audits, if requested. Third Parties may ask Employees to help them understand the requirements. Questions about any of these procedures should be directed to Compliance.

REPORTING CONCERNS AND PROTECTION FROM RETALIATION

Employees have an obligation to report any suspected violation of this Policy, the law, or the Code of Conduct. Suspected misconduct may be reported to **compliance.dg@aryholding.com**.

The Company is committed to investigating all allegations of misconduct. In addition, the Company has a zero-tolerance policy around retaliation. The Company will protect any individual who, in good faith, raises a complaint or cooperates with any investigation. For more information, please contact the compliance department.

REVISION HISTORY

This Policy entered into force on 08.01.2026 and has been issued for the first time. As this is the initial publication, there is no revision record as of the effective date.

Any amendments or updates to the Policy that may be made in the future shall be recorded in the table below by indicating the relevant revision number and effective date. For implementation purposes, the most current version of the Policy in force shall prevail.

Revision No	Release Date	Comment
1.0	08.01.2026	Initial Publication