



MAG PROJECT E&S GOVERNANCE DOCUMENT

1. Purpose

Environmental and Social Governance (ESG) is an evaluation of an institution's collective awareness and management for social and environmental aspects. This ESG document governs such aspects specific to the proposed Mersin-Adana-Gaziantep (MAG) High Standard Railway Project.

Purpose of this document is to identify E&S aspects and to carry out their assessment and management throughout the loan period for related parties (Borrower, Buyer, Operator and Contractor) for the Project.

2. Definitions

Borrower	: Ministry of Treasury and Finance
Buyer	: Ministry of Transport and Infrastructure (MoTI)
Project Owner	: General Directorate of Infrastructure Investments (AYGM) of the MoTI
Contractor	: Rönesans International Construction Investment Industry and Trade Inc. (REC)
EIA	: Environmental Impact Assessment
E&S	: Environmental and Social
ESAP	: Environmental and Social Action Plan
ESIA	: Environmental and Social Impact Assessment
ESMMP	: E&S Management and Monitoring Plan
IESC	: Independent Environmental and Social Consultant
Lenders	: Financing parties comprising of Industrial and Commercial Bank of China (ICBC), Internationale Nederlanden Groep (ING), Banque Nationale de Paris S.A. (BNP) Paribas, Deutsche Zentral-Genossenschaftsbank (DZ) and Export Credit Agencies (ECAs) UK Export Finance (UKEF) and Swedish Exportkreditnämnden (EKN) financed through AB Svensk Exportkredit (SEK) (the financing arm of EKN)
NTS	: Non-Technical Summary
Operator	: TCDD Transport for Operational Phase
Project	: Mersin-Adana-Gaziantep (MAG) High Standard Railway Project
RAP	: Resettlement Action Plan
SEP	: Stakeholder Engagement Plan
IFC PS	: Applicable Performance Standards of International Finance Corporation (IFC) of World Bank (WB) Group

3. Project Details and Key Stakeholders

A national Environmental Impact Assessment (EIA) study was carried out for the Project back in and the EIA Positive Decision was secured for a period of five years from 2011 to 2015 when construction



works of separate sections of the Project route have been started to be awarded to different contractors.

Figure 1 shows the different sections of the entire MAG Project route with their corresponding construction contractors.

The Project is considered as “Category A” Project and to meet the environmental and social (E&S) requirements of the Lenders, Assystem Envy Enerji ve Çevre Yatırımları A.Ş. has been retained by the Contractor (REC) to carry out an E&S Impact Assessment (ESIA) study for the construction and operation phases of the Project in line with the national environmental, health and safety (EHS) legislation including international conventions and treaties, and the related international standards such as IFC’s Performance Standards (PSs).

The ESIA Report was prepared based on the outcomes of the Gap Analysis and Scoping Study (finalized in April 2021) and built upon the existing technical Project documentation (reflecting the latest status of approved Project design) provided by the Contractor, information relevant to the Project in the publicly available resources, outcomes of the consultations conducted with the key stakeholders, findings of the baseline field surveys carried out by qualified specialists and assessment of potential Project impacts and/or risks in accordance with internationally accepted methodologies as part of the ESIA process. The ESIA Report assesses both the construction and operation phase E&S impacts.

The ESIA Report prepared by Assystem ENVY has been reviewed by Ramboll of UK as the IESC to identify the gaps in the scope of an Environmental and Social Due Diligence (ESDD) study done on behalf of lenders. Gaps including supplementary studies were issued in a Gap Analysis Report. 2U1K Mühendislik ve Danışmanlık A.Ş. has been awarded by REC to carry out supplementary studies in order to fulfill the gaps and prepare Supplementary Lender Information Package (SLIP) for the MAG High Standard Railway.

During both the ESIA study and the supplementary studies in the scope of SLIP, the following legislative framework and international lender standards have been considered and further details are provided in Chapter 5 of this document:

- Turkish Environmental Legislation,
- International Law including conventions and treaties adopted by Turkey and/or applicable to the Project as required by the Financing Parties,
- International Finance Corporation (IFC) Performance Standards on Environmental and Social Sustainability (2012),
- World Bank Group Environmental, Health and Safety (EHS) Guidelines in force at the time of this agreement, as applicable to the Project, including:
 - General EHS General Guidelines (2007),
 - EHS Guidelines for Railways (2007),
 - EHS Guidelines for Construction Materials Extraction (2007),
- Equator Principles 4 (EP4) (2020), and
- Recommendation of the Council on Common Approaches for Officially Supported Export Credits and Environmental and Social Due Diligence, as adopted by the Organization for Economic Co-operation and Development (‘OECD Common Approaches’) (2016).



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Section	Sub-section	Section Description	Section KM		Number of Lines			Length (km)			Scope of Work (per Contractor)						
			Start KM	End KM	Existing (Conventional-in Operation) to be Renovated			Open Route (km)	Tunnel (km)	Total (km)	Tunnelling (incl Superstructure)	Infrastructure	Superstructure	Electrification	Signalization	Telecommunication	Renovation of Existing Conventional Lines
Section 1	1a	Mersin-Adana	0+000	380+818	2	2	4	68	0	68	N/A	Nuhoglu (%80)	REC	REC	REC	REC	REC (1st Line + 2nd Line)
	1b	Çukurova CR			0	2	2	10	0	10	N/A	KGM	REC	REC	REC	REC	N/A
Section 2	2a	Adana-Ceyhan	380+818	447+000	1	1	2	49	0	49	N/A	REC	REC	REC	REC	REC	REC (1st Line)
	2b	Ceyhan-Toprakkale			1	1	2	30	0	30	N/A	Çelikler	Çelikler	REC	REC	REC	Çelikler (1st Line)
Section 3	(-)	Toprakkale-Bahçe	0+000	57+000	0(*)	2	2	49	8	57	Demce	REC	REC	REC	REC	REC	REC (*)
Section 4	(-)	Bahçe-Nurdağ	0+000	17+000	0	2	2	7	10	17	Intekar	Intekar	Intekar	REC	REC	REC	N/A
Section 5	5a	Nurdağ-T6	78+000	131+438	0	2	2	23	17	40	Fernas	Fernas	Fernas	REC	REC	REC	N/A
	5b	T6-Başpınar			0	2	2	14,75(*)	1,25	16	Fernas	REC	REC	REC	REC	REC	N/A
Gaziray		Başpınar-Gaziantep			0	2	2	0	25,5	25,5	N/A	Kolin-Kalyon-Gülermak					N/A

(*) Only the existing conventional railway line between Toprakkale and Tebci (18 km) will be renovated.

(*) As per the information received by the Contractor from the AYGM, the infrastructure works in Section 5b will potentially be constructed by Fernas as Fernas has started the tunnel construction in this section.

	Started But Not Completed (Suspended)
	Completed
	Ongoing
	Not Started

Figure 1. Contractors Chart along the MAG Project Route



The ESIA Disclosure Package consisting of SLIP which is composed of SLIP-1 (Informative Note and E&S Governance) and SLIP-2 (given below) sets, will be reviewed, and the E&S Action Plan (ESAP) will be prepared by the Independent E&S Consultant (IESC), i.e., Ramboll, acting on behalf of the Lenders.

SLIP-2:

- 1) Supplementary Social Impact Assessment (SIA) Report,
- 2) Human Rights Impact Assessment (HRIA),
- 3) Updated Stakeholder Engagement Plan (SEP),
- 4) Cultural Heritage Impact Assessment Report including Cultural Heritage Management Plan and Chance Find Procedure,
- 5) Supplementary Terrestrial Ecology Survey Report (including flora, fauna and avifauna),
- 6) Supplementary Aquatic Biodiversity Survey Report,
- 7) Biodiversity Management Plan,
- 8) Critical Habitat Assessment,
- 9) Route Evaluation Table (including constraints),
- 10) Noise Measurements, Modeling and Assessment Report,
- 11) Air Quality Modeling and Assessment Report,
- 12) Climate Change Risk Assessment,
- 13) Flood Risk Assessment,
- 14) Updated/prepared new ESMMP including impacts, mitigations and monitoring as well as organizational structure,
- 15) Updated Non-Technical Summary (NTS),
- 16) ESAP (*to be confirmed and provided by Ramboll*).

The ESIA Disclosure Package will be disclosed to public by the Contractor (on behalf of the Employer/Operator) and the Lenders for 30 days. As per the relevant requirements of the international standards, NTS, SEP and the ESMMP will also be disclosed in Turkish language by using appropriate disclosure methods.

4. Roles and Responsibilities

The Project will be executed under Public Tender Law, where the Republic of Turkey – Ministry of Treasury and Finance is the Borrower and the Directorate General of Infrastructure Investments (AYGM) of the Ministry of Transport and Infrastructure is the Employer and the Project Owner.

The Construction Contract of the Project was signed between the Contractor and AYGM on 14 August 2020. Commencement of Construction Contract, Financial Closure (total time for completion of works according to FC Construction Contract is 34 months. Contractor's responsibility will extend up to 2 years (defect liability period) after provisional acceptance of the Project by the Project Owner (Employer). Construction Contract is a unit price contract based on the Public Procurement Law. As signed, this Contract does not have any provisions for Environmental & Social requirements. Any change in the scope of work arising from Environmental and Social requirements is the responsibility of the Employer (AYGM).

The Construction Contract includes a Project financing mechanism in which the Contractor (REC) also arranges the financing for the Project, through its relationships with international financing institutions. This said, the Contractor is not a party to the loan agreement.



Regarding the funding for the Project, J.P. Morgan is acting as Mandated Lead Arranger and Agent. At this stage, the banking syndicate includes ICBC, ING, BNP, DZ. Export credit agencies (ECAs) include UKEF (with reinsurance from SERV), EKN/SEK.

Mitigation of the potential operation phase impacts will be under the responsibility and control of the Employer/Operator.

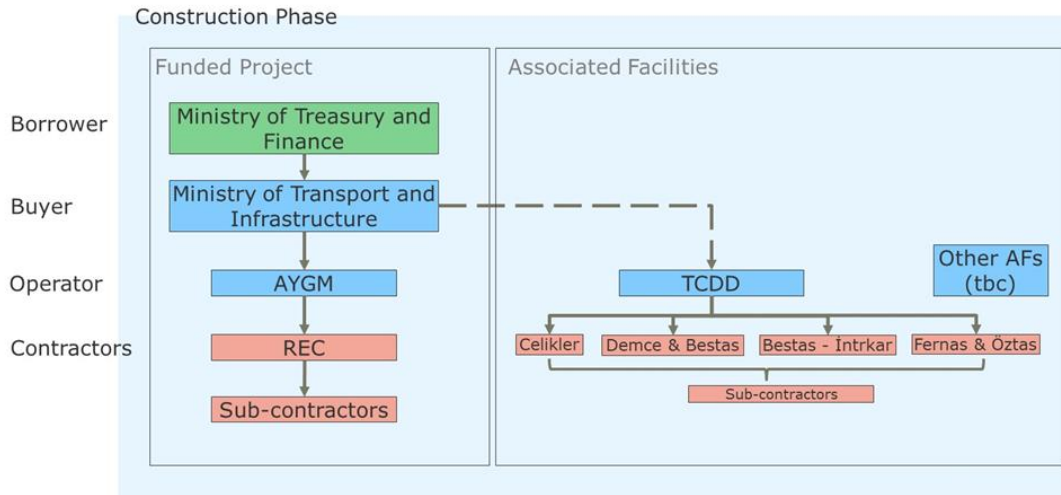


Figure 2.E&S Delegation and E&S Responsibility for Construction Phase

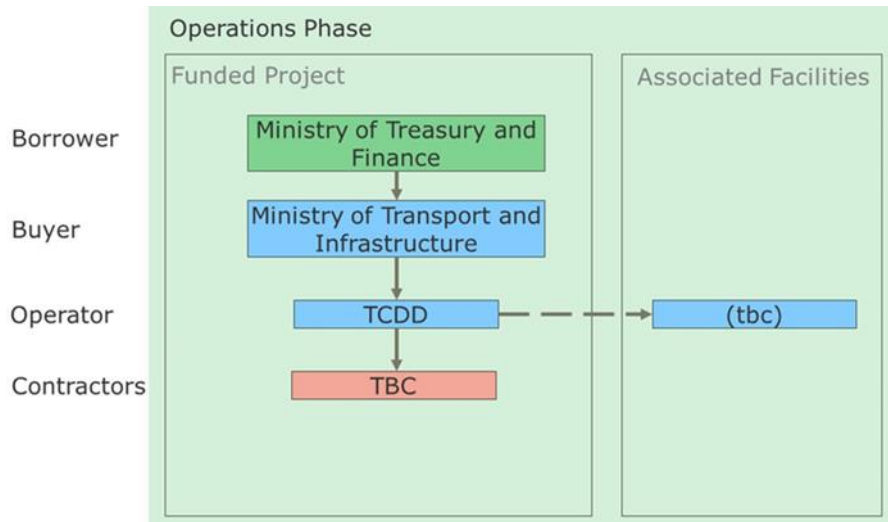


Figure 3.E&S Delegation and E&S Responsibility for Operation Phase

Ministry of Treasury and Finance (Borrower): Within the scope of the Construction Contract, the Borrower is the Republic of Turkey – Ministry of Treasury and Finance.

Ministry of Transport and Infrastructure (Buyer): After the construction of the project is completed, the railway will be commissioned in stages for the operation phase and all its related components and infrastructure will be delivered to TCDD (Operator) by AYGM (Employer), a state institution affiliated to the Ministry of Transport and Infrastructure. will be transferred. The detailed planning of operation and maintenance activities will be done by the Operator when the time comes in accordance with the institutional system and mechanisms. Most of the land acquisitions within the project expropriation corridor have been completed by TCDD in accordance with the Expropriation Law (Law No. 2942, 1983).



AYGM (Employer): As the Project Owner, AYGM has the following Environmental & Social responsibilities:

- Completion of the national EIA processes for the railway route (finalized) and carry out the EIA process of the relevant facilities.
- Obtaining permits and licenses of relevant facilities.
- Carrying out the remaining expropriation procedures and to make all expropriation payments in accordance with the Expropriation Law.
- Operating the Project in line with all relevant international and national environmental, health and safety legislation and commitments as detailed in the ESIA, SLIP packages and EIA reports.
- Preparation of policies, procedures and plans within the scope of national and international legislation and standards to which the project is subject, to ensure their implementation and to inform all relevant parties.
- Creating funds for the compensation amounts determined within the scope of the Resettlement Plan (RAP) and to ensure that they are paid to the relevant parcel owners.

Based on the ESIA study, an independent Project Environmental and Social Management and Monitoring Plan (ESMMP) has been prepared for the construction and operation phases to ensure that the obligations of the Employer/Operator and the Contractor are clear. The Project ESMMP reflects, inter alia, the responsibilities of the Employer/Operator and the Contractor based on the contractual framework set out above. Based on the ESMMP, specific E&S management/action plans and procedures will be developed and implemented for the management of specific E&S impacts and/or risks throughout the Project construction and operation phases. In line with the ESMMP, AYGM will be responsible for:

- Overseeing the implementation of this ESMMP during design and construction.
- Overall responsibility of the Project with respect to applicable national and international standards.
- Ensuring the allocation of sufficient resources for the implementation of their commitments within the ESMMP.
- Overall implementation of the Project-level grievance mechanism (GM) to ensure that all grievances and/or objections (raised by affected stakeholders or communities) are received, acknowledged and addressed as per the GM set out in the SEP. REC will assist.
- Ensuring stakeholder engagement and grievances related to land acquisition and expropriation activities are managed in line with the agreed Project SEP and RAP.
- Reviewing the RECs site-specific implementation plans to ensure that they meet the requirements of and support the implementation of this ESMMP.
- Periodic review of the ESMMP effectiveness in line with the provisions of this plan.
- Reporting of significant incidents in line with Lender requirements.

TCDD Transport (Operator): TCDD Transport will have responsibility for the Project during operation, and will oversee the implementation of the Lenders requirements, overseeing the maintenance contractor(s), maintenance subcontractor(s) and other involved third parties. TCDD will also be responsible for implementing this ESMP and developing the OESMP.

As an operator, TCDD Transport has the following Environmental & Social responsibilities:

- To ensure the necessary coordination between other subcontractors within the scope of cumulative impact assessment in order to complete the relevant assessments (flora, fauna,



archaeological, social impact, etc.) within the scope of MAG Project Environmental and Social requirements.

- To ensure compliance of other subcontractors working in the relevant parts of our project (These projects are not subject to international credit) with the environmental and social requirements within the scope of Turkish legislation.

REC (Contractor): During the construction activities and warranty period, all Environmental and Social requirements to which the project is subject will be planned and implemented in all works/services to be performed by the contractor's project team, subcontractors and major suppliers within the supply chain. The followings are the REC's (Contractor) commitments to be fulfilled and continuously improved:

- Take overall responsibility for construction execution of the Project with respect to applicable national and international standards,
- Ensure the allocation of sufficient resources (personnel, materials and equipment) are consistent with achieving the objectives and requirements for the implementation of their commitments within the ESMMP,
- Assign clear responsibilities and expectations with respect to implementing the Contractor's responsibilities and commitments within the ESMMP.
- Employ Community Relations/liason Officer to manage, review and monitor a social program to meet Project requirements, including commitment within the ESMMP.
- Employ Environmental Officer/manager to manage, review and monitor the environmental program to meet Project requirements, including commitment within the ESMMP.
- Employ Health and Safety Officer/manager to manage, review and monitor the occupational health and safety program to meet Project requirements, including commitment within the ESMMP.
- Prepare site specific implementation plans that meet the requirements of and support the implementation of this ESMMP.
- Promote and implement the ESMMP by incorporating the appropriate provisions into Project policies, plans and procedures.
- Ensure stakeholder engagement and grievances related to construction activities are executed in line with the Contractor responsibilities and commitments in the agreed Project SEP and RAP.
- Identify environmental and social risks as part of its planning processes and through implementation of appropriate mitigation measures and communicating these to its workforce.
- Establish self-verification of its own compliance by maintaining a system to manage environment and social aspects and impacts in line with ESIA requirements.
- Perform environmental and social monitoring activities prescribed within the national EIA Study and ESIA.
- Establish an HSE programme of internal reporting that includes incident reporting and investigation, system to record observations, non-conformance and actions that includes ESMMP performance indicators.
- Provide training to Project and subcontractor staff in their responsibilities with respect to compliance with the HSE programme.
- Report environmental and social performance to Project Owner and Lenders in line with agreed KPIs on periodical basis in a commonly agreed format.



- Ensure stakeholder engagement and grievances related to construction activities are managed in line with the agreed Project SEP.
- Develop awareness campaign on the Project SEP and Grievance Mechanism and address accordingly any grievances received that are related to construction activities.
- Prepare Human Resources policies and procedures that meet the requirements of national legislation and IFC/WB performance standards.
- Participate in ESMMP Implementation Group.

5. Applicable Standards

- National Legislation
 - Environmental Law (Law No:2872, 1983)
 - Agricultural Law (Law No. 5488, 2006)
 - Cadastre Law (Law No. 3402, 1987)
 - Expropriation Law (Law No. 2942, 1983)
 - Forestry Law (Law No. 6831, 1956)
 - Groundwater Law (Law No. 167, 1960)
 - Highways Traffic Law (Law No. 2918, 1983)
 - Labour Law (Law No. 4857, 2003)
 - Land Registry Law (Law No. 2644, 1934)
 - Law on Supporting the Development of Forest Villagers, Valuation of Areas Taken out of Forest Area
 - Borders on behalf of the Treasury and Vending of Agriculture Lands Owned by the Treasury (Law No. 6292, 2012)
 - Law on the Conservation of Cultural and Natural Property (Law No. 2863, 1983)
 - Law on the Protection of Cemeteries (Law No. 3998, 1994)
 - Law on Protection Against Flood Waters and Floods (Law No. 4373, 1943)
 - Law on Soil Conservation and Land Use (Law No. 5403, 2005)
 - Mining Law (Law No. 3213, 1985)
 - Municipality Law (Law No. 5393, 2005)
 - National Parks Law (Law No. 2873, 1983)
 - Occupational Health and Safety Law (Law No. 6331, 2012)
 - Pasture Law (Law No. 4342, 1998)
 - Public Health Law (Law No. 1593, 1930)
 - Settlement Law (Law No. 5543, 2006)
 - Turkish Civil Code (Law No. 4721, 2001)
 - Village Law (Law No. 442, 1924)
- International Agreements, Conventions and Protocols
 - United Nations Air Quality and Climate Change Related Conventions, Protocols and Agreements
 - United Nations, UNESCO, CITES, CMS, EUROBATS, FAO and Council of Europe Biodiversity Related Conventions, Protocols and Agreements
 - UNESCO and Council of Europe Cultural Heritage Related Conventions and Protocols
 - United Nations Environmental Protection Related Conventions
 - ILO Conventions Relevant to the Project (Safety Health in Construction Convention, Occupational Safety and Health Convention, Forced Labour Convention, Human Resources Development Convention etc.)

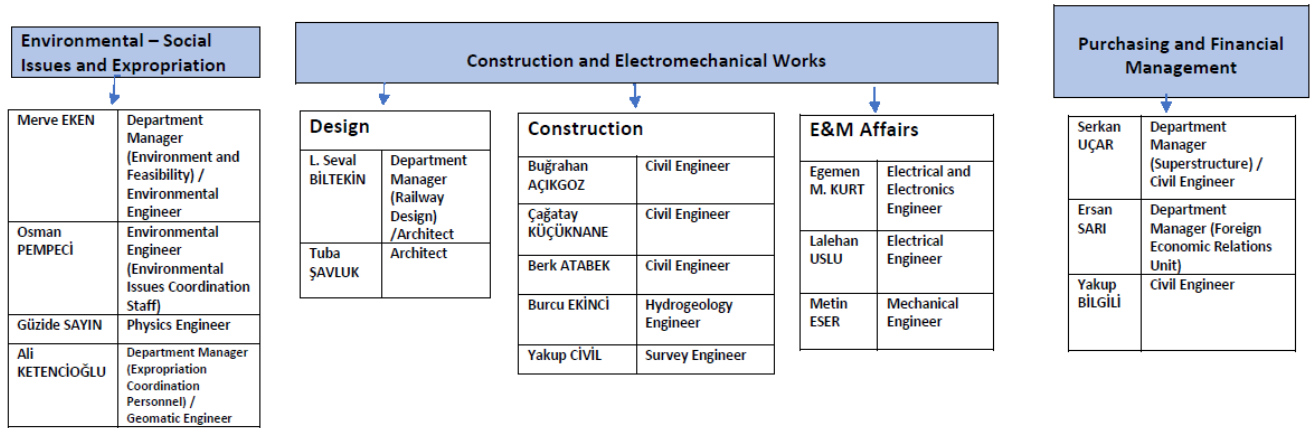


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- International E&S Standards and Guidelines
 - UN Guiding Principles on Business and Human Rights.
 - Recommendation of the Council on Common Approaches for Officially Supported Export Credits and Environmental and Social Due Diligence (The “Common Approaches”) 2016.
 - Equator Principles (EP) 4 (2020)
 - IFC Performance Standards 1-8 (updated version dated January 1 2012).
 - Relevant World Bank Group EHS Guidelines, including but not limited to:
 - General Guidelines (2007) including environmental issues; community health and safety; occupational health and safety; construction and decommissioning.
 - Industry specific guidelines for Infrastructure: Railways (2007).
 - IFC & EBRD’s Common Note on Workers’ Accommodation: Processes and Standards.

6. Principles of Cooperation for Ongoing Works with Third Parties (Project Implementation Unit) (Official organization chart is attached and its translated version is given below)

Mersin - Adana - Osmaniye - Gaziantep High Standard Railway Construction Project Implementation Unit
Serdar ÜNSAL – PIU Manager (Deputy General Manager)
Ahmet TUNÇSOY -Deputy PIU Manager (Head of Department)
Serkan UÇAR - PIU Coordination Personnel



Responsibilities of PIU are stated below:

- To co-ordinate along with Executive E&S Committee for all E&S Requirements in relation to the Project.
- To be responsible and take ownership for the implementation of mitigation measures and management procedures in order to ensure compliance with E&S Requirements. These obligations include but not limited to the implementation and ownership of ESAP, Construction ESMMPF, Operations ESMMPF, Resettlement Action Plan etc.



- To implement the ESMP of Third-Party Contractors responsible for other (non-REC) segments of the Project and if necessary instruct revisions in order to ensure that they fulfil the E&S Requirements of the Project.
- To be responsible for the overall implementation of the grievance mechanism (including both workers and community) for the Project. It will ensure that all grievances and/or recommendations raised by workers and stakeholders or communities are received, acknowledged and addressed as per the grievance mechanism set out in the Stakeholder Engagement Plan (SEP). REC and the Third-Party Contractors will support this implementation.
- To manage stakeholder engagement, external communication and grievance mechanism, ensure and oversee flow-down of HSES management requirements through the contracting chain and associated facilities

PIU (Project Implementation Unit) will appoint the followings:

- **PIU Coordination Personnel** - Responsible for supervising the Contractor to ensure that recommendations and requirements, as set out in the disclosure package, are applied. They will be responsible for continuous monitoring of the processes and activities undertaken by the Contractor, and specifying measures to be implemented by the Contractor, to address any areas of non-compliance. This includes periodic audits, inspections, and/or spot checks of project locations or work sites and/or of records and reports compiled by contractors.
- **PIU Department Manager (Environmental and Feasibility / Environmental Engineer)** will be responsible for supervising the implementation of all environmental and biodiversity measures, as specified within the disclosure package of the Project, and regular reporting to AYGM PIU.
- **PIU Environmental Engineer (Environmental Issues Coordination Staff)** will be responsible for overseeing the implementation of all environmental and biodiversity measures, as specified within the disclosure package of the Project, and regular reporting to AYGM PIU.
- **PIU Physics Engineer** who is responsible for supervising health and safety for the Project.
- **PIU Department Manager (Superstructure / Civil Engineer)** will be responsible for overseeing the implementation of all health, safety and social measures, as specified within the disclosure package of the Project, and regular reporting to AYGM PIU.
- **PIU Department Manager (Expropriation Coordination Personnel)** will be responsible for overseeing the implementation of the RAP, livelihood and PR5 matters in relation to expropriation supporting the monitoring of the RAP and appointing the external RAP monitoring consultant. Responsible for overseeing the implementation of the SEP and supervising the activities of the Contractor's Expropriation Specialist.
- **PIU Department Manager (Railway Design)** - Responsible for supervising, monitoring and auditing the Contractor Design Office Manager, implementing their responsibilities in the Railway Safety Plan within coordination of Construction and E&M Affairs departments.
- **PIU Survey Engineer** - Responsible for supervising the Contractors archaeologists. Including regular site inspections and regular reporting to AYGM PIU, and ensure the Regional Board is engaged and notified, as required.
- **PIU Civil Engineer** – Responsible for supervising, monitoring and auditing labor management.



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7. Executive Environmental and Social Management Committee (Mechanism for reporting and decision making)

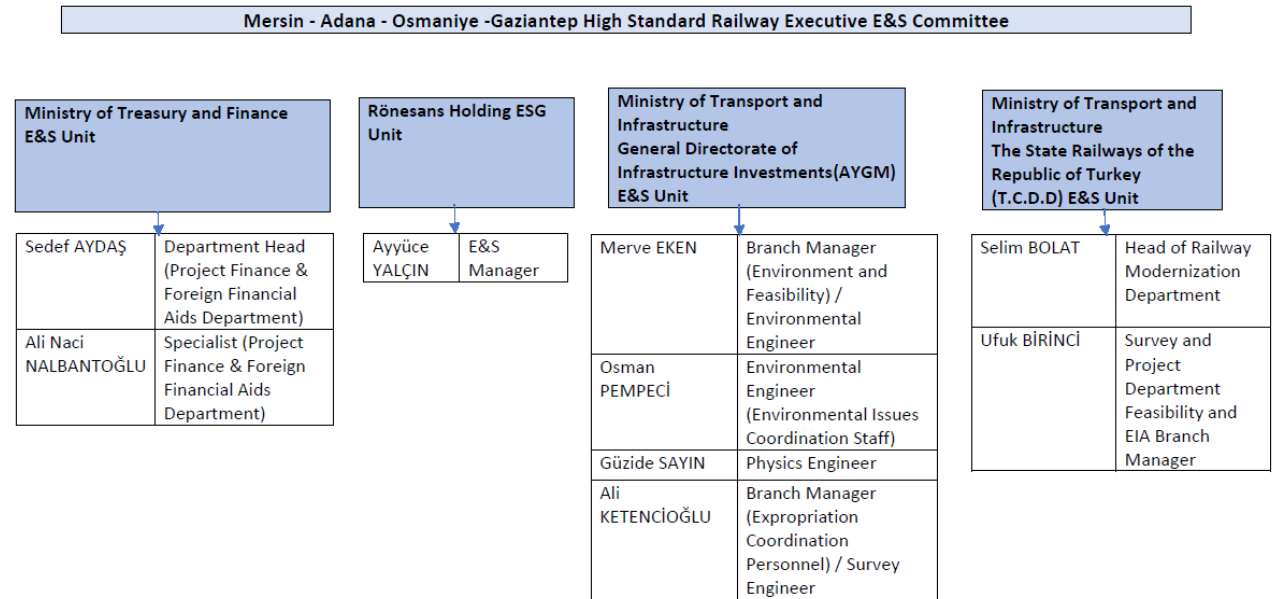


Figure 4. Organization Chart for Implementation of the ESMMP

Description of the positions given in Figure 4 is provided in the following paragraphs.

Ministry of Treasury and Finance (MoTF), AYGM and TCDD will be responsible for appointing technical specialists to effectively audit the implementation of HSE measures and processes. These specialists will include:

- **Executive E&S Committee Project Manager** (Department Head / Branch Manager /Head of Department) will be ultimately responsible for overseeing the activities undertaken by the AYGM/TCDD specialists (listed below), overseeing the implementation of mitigation measures and management procedures specified within the disclosure package of the Project, and overseeing the preparation and implementation of a CESMP, which will be based on this ESMP.
- **Executive E&S Committee Environmental, Health and Safety, and Social (EHSS) Manager** (Specialist / Engineer) will be responsible for overseeing all matters that relate to environment, health, safety and social aspects of the Project. Also, s/he will be appointed to be responsible for supporting the implementation of the SEP, by conducting regular consultation with affected communities on any concern regarding the Project. CLOs will also have responsibility for disseminating the Project disclosure package as described in the SEP. They will also conduct regular inspections of records relating to grievances received and their resolution. S/He will report regularly to AYGM PIU.
- Further technical staff may be required during the course of the Project, who will be assigned internally by the AYGM, either by means of permanent or temporary basis until the completion of relevant tasks under the Project whilst they undertake their current responsibilities.

REC

REC will predominantly be responsible for ensuring that all their work and staff activity is compliant with the legislation, policies and standards for HSE and the permits provided by national (and local) regulators and the Project HSE requirements. Key responsibilities for the Contractor include:



- Utilising this ESMP to prepare and implementing the CESMP and associated sub-plans, as well as applicable sections of other plans including the SEP, RAP, BMP, ERF and RSP.
- Undertaking stakeholder engagement as set out in the SEP. This requires the establishment of a worker's grievance mechanism.

The Contractor will be responsible for appointing specialists to ensure EHSS mitigation is implemented in accordance with the Project HSE requirements. These specialists will include as a minimum:

Headquarter E&S Manager: Responsible for managing infrastructure and superstructure projects regarding environmental and social governance issues and member of the Executive E&S Committee on behalf of the REC.

Headquarter Infrastructure HSE Manager: Responsible for managing infrastructure projects regarding health, safety and environmental issues.

REC Project Manager - responsible for overseeing the construction of the Project, including planning and delivery. They will be suitably competent and have a strong understanding of construction best practice. The Project Manager is accountable for overall HSE performance and making the human and financial resources available to ensure compliance with HSE requirements of the Contract. The Project Manager will be responsible for coordinating the internal management response of the Contractor to a major emergency. The Project Manager will also be responsible for appointing First Aid competent person(s) on site, as well as a team responsible for site security.

Construction Manager - responsible for implementation of the CESMP measures through method statements and site working practices.

Environmental Engineer- responsible for reporting and supervising environmental activities on site. Environmental Engineer will be suitably competent and have a strong understanding of environmental best practice including the Project HSE requirements.

Ecological Specialist (Subcontractor): will provide biodiversity support in advance of, and throughout construction, including pre-construction surveys. Given the scale of the Project, it may be necessary for a 'team' to be employed at certain points. This role will have a wide-ranging brief but ultimately will focus on ensuring required ecological mitigation is appropriately undertaken and measures are maintained throughout construction, in accordance with the ESMP and BAP. The specialist will be suitably competent and have ecological knowledge.

Project HSE Manager - responsible for the implementation of health and safety practices during construction. Project HSE Manager will be suitably competent and have a strong understanding of health and safety best practice including the Project EHSS Requirements.

Human Resources Chief - Responsible for managing all matters relating to human resources management for the Contractor. Responsible for employee relations, communication with workforce representatives / committees and co-ordination of the workforce grievance mechanism together with the Human Resources Lead.

Expropriation Specialist - Responsible for temporary land acquisition during construction, in accordance with the processes and compensation measures in the RAP, including land entry and exit protocols, and permissions to enter permanently acquired for the Project. Also responsible for the return of land to either AYGM or landowners, and the resolution of any grievance related to the contractor's land acquisition processes. Responsible for obtaining any permits required from the provincial authorities.



CLO - Responsible for reporting and supervising social activities on site, stakeholder engagement and grievance management and consultation on temporary land acquisition, providing affected communities with information on the timing of key activities, and identifying and responding to grievances. CLOs will be based on or near the Project area on a permanent basis.

Archaeological Specialist (Subcontractor) - Responsible for overseeing all matters related to archaeology during construction, including implementing the chance finds procedure. Responsible for submitting the CHMP to the regional board and notifying them of the timing of the works at potentially important archaeological sites.

Design Office Manager - Responsible for ensuring railway safety practices are implemented during construction, in accordance with the Common Safety Method-Risk Assessment (CSM-RA) and the Preliminary Hazard Record. Design Office Manager is responsible for the implementation of Contractor and sub-contractor obligations within the Railway Safety Plan.

Certain specialists will be defined as Key Personnel in the Contract and all personnel shall be proposed to the AYGM/TCDD for non-objection in advance of hiring, to ensure they comply with the requirements of this ESMP.

Project HSE Manager will have the authority to suspend works when necessary, and allocate all resources, personnel and equipment required to take any corrective actions.

8. Documentation and Reporting

Documentation is an important element linked to the implementation of the ESMMP. The construction Contractor will establish a documentation and record keeping system in keeping with their Environment and Social Management System (ESMS) and will include the commitments within the ESMMP. Responsibilities will be assigned to relevant personnel for ensuring that the ESMMP documentation system is maintained, document controlled and distributed to the identified personnel. The following plans, procedures, and reports will be included in the Contractor's ESMS:

- Construction Biodiversity Management Plan (based on the BMP)
- Construction Emergency Response Plan
- Cultural Management Plan and Chance Find Procedure
- Occupational Health, Safety and Environment Plan
- Covid 19 Emergency Action Plan
- Accommodation Management Plan
- Quarry Management Plan
- Construction Phase Waste Management Plan
- Community Health, Safety and Security Plan
- Surface Water and Wastewater Management Plan
- Medical Waste Management Plan
- Soil Pollution Control Plan
- Accident and Incident Management Plan
- Hazard and Management Procedure
- HSE Training Procedure
- HSE Leadership and Key Performance Indicators (KPI) Procedure
- HSE Incentives Procedure
- HSE Disciplinary Procedure



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- HSE Monitoring, Verification and Evaluation Procedure
- Permit to Work Procedure
- Procedure for Control of Life Critical Activities
- Change Management Procedure
- Subcontractor Management Procedure
- Lifting Operations Procedure
- Construction Machinery and Equipment Procedure
- Fire Safety Procedure
- Working At Height Procedure
- Scaffolding Safety Procedure
- Traffic Management Procedure
- Excavation Procedure
- Personal Protective Equipment Procedure
- Confined Space Procedure
- Control of Hazardous Energy Procedure
- Electrical Safety Procedure
- Subcontractor HSE Evaluation Procedure
- Construction Site Personnel Entry Procedure
- Orderliness Procedure
- Procedure for Working with Hazardous Substances
- Color Coding Procedure
- Storage and Stacking Procedure
- Procurement and Supplier Evaluation Procedure (including Supply Chain Plan)
- Air Quality and Emission Control Procedure
- Noise and Vibration Management Procedure
- Employment Plan
- Labour Management Plan

Each sub-plan will be based on a standard format covering: (i) Cross references to applicable legislation and Project HSE standards; (ii) Roles and responsibilities; (iii) Cross reference to other procedures; (iv) Identification of construction activities with potential risks in the field of concern; (v) Description of impact specific and site specific mitigation measures; (vi) Implementation, monitoring and adaptive management process; (vii) Technical description or measurement / monitoring methods; (viii) Timeframe.

The Contractor will provide timely submissions of reports with the agreed level of detail.

In addition to the commercial contract requirements the Contractor's Construction Log and Construction Diary will include other observations that support the implementation of the ESMMP, such as community relations grievances.

Operational Environmental and Social Management Plan

TCDD as the operator will be required to develop the ESMP into the OESMP prior to the start of the operational phase. The OESMP will elaborate the measures for implementing the activities specified in the ESMP during the operational phase of the Project. The OESMP will include sub plans including:



- Operational Emergency Response Plan (based on the ERF)
- Landscape Management Plan;
- Operational Soil Management Plan;
- Waste Management Plan;
- Operational Maintenance Plan;
- Tunnel Operational Management Plan;
- Employment Plan;
- Labour Management Plan;
- Supply Chain Management Plan;
- Community Health, Safety and Security Plan;
- Health, Safety and Security Plan; and
- Rail System Plan.



AYEM RÖNESANS HOLDİNG

Appendix

MERSİN-ADANA-OSMANİYE-GAZİANTEP YÜKSEK STANDARTLI DEMİRYOLU YAPIM İŞİ Proje Uygulama Birimi

AYEM

Serdar ÜNSAL-PUB Yöneticisi
(Genel Müdür Yardımcısı)

Ahmet TUNÇSOY-PUB Yöneticisi Yardımcısı
(Daire Başkanı)

Serkan UÇAR-PUB Koordinasyon Personeli

Çevresel - Sosyal Konular ve Kamulaştırma

Merve EKEN	Şube Müdürü (Çevre ve Fizibilite/Çevre Mühendisi)
Osman PEMİPECİ	Çevre Mühendisi/Çevresel Konular Koordinasyon personeli)
Gülden SAYIN	Fizik Mühendisi
Ail KETEVCİOĞLU	Şube Müdürü (Kamulaştırma Koordinasyon personeli) Harita Mühendisi

İnşaat ve Elektromekanik İşler

Dizayn	İnşaat	E&M İşler
L. Savaş BİLİTKİN Şube Müdürü (Demiryolu Dizayn) Mimar	Buğrahan AÇIKGOZ İnşaat Mühendisi	Eğemen M. KURT Elektrik Elektronik Mühendisi
Tuba ŞAVILIK Mimar	Çağatay KUÇUKNANE İnşaat Mühendisi	Lalehan USLU Elektrik Mühendisi
	Berk ATABEK İnşaat Mühendisi	Motil ESER Makina Mühendisi
	Burcu EKİNCİ Hidrojeleli Mühendisi	
	Yakup CIVİL Harita Mühendisi	

Satın alma ve Finansal Yönetim

Serkan UÇAR	Şube Müdürü (Üst yapı/İnşaat Mühendisi)
Ersan SARTI	Şube Müdürü (Dış Ekonomik İlişkiler Birimi)
Yakup BİLGİLİ	İnşaat Mühendisi