

Check Table

Compliance Status

Explanation

Explanation

Evet Yes Kısmen Partial Hayır No Muaf Exempted İlgisiz Not Applicable

**1.1. FACILITATING THE EXERCISE OF SHAREHOLDER RIGHTS**

1.1.2- Up-to-date information and disclosures which may affect the exercise of shareholder rights are available to investors at the corporate website.

X

X

**1.2. RIGHT TO OBTAIN AND REVIEW INFORMATION**

1.2.1 - Management did not enter into any transaction that would complicate the conduct of special audit.

X

X

**1.3. GENERAL ASSEMBLY**

1.3.2 - The company ensures the clarity of the General Assembly agenda, and that an item on the agenda does not cover multiple topics.

X

X

1.3.7- Insiders with privileged information have informed the board of directors about transactions conducted on their behalf within the scope of the company's activities in order for these transactions to be presented at the General Shareholders' Meeting.

X

X

There was no transaction notice in this manner.

1.3.8 - Members of the board of directors who are concerned with specific agenda items, auditors, and other related persons, as well as the officers who are responsible for the preparation of the financial statements were present at the General Shareholders' Meeting.

X

X

Only the shareholders attended the Ordinary General Assembly meeting of our company, which was held before the public offering.

1.3.10 - The agenda of the General Shareholders' Meeting included a separate item detailing the amounts and beneficiaries of all donations and contributions.

X

X

Donations and aids were not included in a separate agenda item at the General Assembly meeting of our company, which was held before the public offering.

1.3.11 - The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.

X

X

Only the shareholders attended the Ordinary General Assembly meeting of our company, which was held before the public offering.



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1.4. VOTING RIGHTS

1.4.1 - There is no restriction preventing shareholders from exercising their shareholder rights.

X

X

1.4.2 - The company does not have shares that carry privileged voting rights.

X

X

1.4.3-The company withholds from exercising its voting rights at the General Shareholders' Meeting of any company with which it has cross-ownership, in case such cross-ownership provides management control.

X

X

Group A privileged shareholders have 5 voting rights for each share.

Our company does not have any partnership with a reciprocal shareholding relationship, which results in a relationship of dominance.

1.5. MINORITY RIGHTS

1.5.1 - The company pays maximum diligence to the exercise of minority rights.

X

X

1.5.2 - The Articles of Association extend the use of minority rights to those who own less than one twentieth of the outstanding shares, and expand the scope of the minority rights.

X

X

There is no regulation on this subject in the articles of association of the company.

1.6. DIVIDEND RIGHT

1.6.1 - The dividend policy approved by the General Shareholders' Meeting is posted on the company website.

X

X

The profit distribution policy of our Company, which was offered to the public on 28.04.2022, was approved at the Extraordinary General Assembly meeting held in the period before the public offering, and it was added to the corporate website..

1.6.2 - The dividend distribution policy comprises the minimum information to ensure that the shareholders can have an opinion on the procedure and principles of dividend distributions in the future.

X

X





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2.2.2 - The annual report includes all elements listed in Corporate Governance Principle 2.2.2.

X

X

3.1. CORPORATION'S POLICY ON STAKEHOLDERS

3.1.1- The rights of the stakeholders are protected pursuant to the relevant regulations, contracts and within the framework of bona fides principles.

X

X

3.1.3 - Policies or procedures addressing stakeholders' rights are published on the company's website.

X

X

3.1.4 - A whistleblowing programme is in place for reporting legal and ethical issues.

X

X

3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner.

X

X

3.2. SUPPORTING THE PARTICIPATION OF THE STAKEHOLDERS IN THE CORPORATION'S MANAGEMENT

3.2.1 - The Articles of Association, or the internal regulations (terms of reference/manuals), regulate the participation of employees in management.

X

X

Participation of employees in management is not regulated by the articles of association or internal regulations.

3.2.2 - Surveys/other research techniques, consultation, interviews, observation method etc. were conducted to obtain opinions from stakeholders on decisions that significantly affect them.

X

X

3.3. HUMAN RESOURCES POLICY



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3.3.1 - The company has adopted an employment policy ensuring equal opportunities, and a succession plan for all key managerial positions.

X X

The company attaches importance to equal opportunity, however, it has not prepared a written succession plan for all key positions.

3.3.2 - Recruitment criteria are documented.

X X

3.3.3 - The company has a policy on human resources development, and organises trainings for employees.

X X

3.3.4 - Meetings have been organised to inform employees on the financial status of the company, remuneration, career planning, education and health.

X X

3.3.5 - Employees, or their representatives, were notified of decisions impacting them. The opinion of the related trade unions was also taken.

X X

Decisions that may affect employees are notified. There is no unionization in our company.

3.3.6 - Job descriptions and performance criteria have been prepared for all employees, announced to them and taken into account to determine employee remuneration.

X X





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<div style="border: 1px solid black; padding: 5px; text-align: center; width: fit-content; margin: 0 auto;">Check Table</div>												
4.2.5 - The roles of the Chairman and Chief Executive Officer are separated and defined.	X	X										
4.2.7-The board of directors ensures that the Investor Relations department and the corporate governance committee work effectively. The board works closely with them when communicating and settling disputes with shareholders.	X	X										
4.2.8 - The company has subscribed to a Directors and Officers liability insurance covering more than 25% of the capital.					X	X					The Company has not taken out executive liability insurance for the damages that the members of the board of directors may cause during their duties and the company.	
<b>4.3. STRUCTURE OF THE BOARD OF DIRECTORS</b>												
4.3.9 - The board of directors has approved the policy on its own composition, setting a minimal target of 25% for female directors. The board annually evaluates its composition and nominates directors so as to be compliant with the policy.			X	X							There is a policy on the minimum 25% target for the ratio of female members in the company's board of directors. The number of our female members is 1 and the rate of female members is 20%.	
4.3.10 - At least one member of the audit committee has 5 years of experience in audit/accounting and finance.	X	X										
<b>4.4. BOARD MEETING PROCEDURES</b>												
4.4.1-Each board member attended the majority of the board meetings in person.			X	X							The board meetings were held with the participation of the majority of our members.	



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4.4.2 - The board has formally approved a minimum time by which information and documents relevant to the agenda items should be supplied to all board members.

X

X

In accordance with the working principles of the Board of Directors, the article on the number of days before the meeting to present the information and documents to the members is not regulated in our Company's Articles of Association.

4.4.3 - The opinions of board members that could not attend the meeting, but did submit their opinion in written format, were presented to other members.

X

X

In case the Members of the Board of Directors, who could not attend the meeting, submit their opinions in writing, it is essential that these opinions be submitted to the other members. However, in practice, there is no procedure in which opinions are conveyed in writing.

4.4.4 - Each member of the board has one vote.

X

X

4.4.5 - The board has a charter/written internal rules defining the meeting procedures of the board.

X

X

4.4.6 - Board minutes document that all items on the agenda are discussed, and board resolutions include director's dissenting opinions if any.

X

X

4.4.7-There are limits to external commitments of board members. Shareholders are informed of board members' external commitments at the General Shareholders' Meeting.

X

X

There is no provision in the articles of association on the restriction of the members of the board of directors from taking on other duties outside the company. Duties assumed by the members of the board of directors outside the company were not presented to the shareholders at the general assembly meeting, information was provided in the annual report.



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**4.5. BOARD COMMITTEES**

4.5.5 - Board members serve in only one of the Board's committees.

X

X

Due to the number of our Board of Directors members, one member is in more than one committee.

4.5.6 - Committees have invited persons to the meetings as deemed necessary to obtain their views.

X

X

Our Company was offered to the public on 28.04.2022 and did not invite the people to take their opinions to the meetings and did not receive their opinions.

4.5.7 - If external consultancy services are used, the independence of the provider is stated in the annual report.

X

X

No external consultancy services were received during the committee activities. In case such a service is received, the necessary information will be given in the activity reports.

4.5.8 - Minutes of all committee meetings are kept and reported to board members.

X

X

Our Company was offered to the public on 28.04.2022 and did not hold a meeting in the committees formed within the board of directors in 2021.

**4.6. FINANCIAL RIGHTS**

4.6.1-The board of directors has conducted a board performance evaluation to review whether it has discharged all its responsibilities

X

X

Our Company was offered to the public on 28.04.2022 and did not hold a meeting in the committees formed within the board of directors in 2021.

4.6.4-The company did not extend any loans to its board directors or executives, nor extended their lending period or enhanced the amount of those loans, or improve conditions thereon, and did not extend loans under a personal credit title by third parties or provided guarantees such as surety in favour of them.

X

X



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4.6.5 - The individual remuneration of board members and executives is disclosed in the annual report.

X X

The remunerations given to the members of the board of directors and executives with administrative responsibility are shown collectively in the minutes of the ordinary general assembly and in the annual activity reports.