

## WAGES POLICY FOR THE BOARD OF DIRECTORS AND SENIOR MANAGERS

This policy document describes wage system and applications of members of our Board of Directors and our Senior Managers within the scope of regulations of the Capital Markets Board.

Fixed fees that will be paid to the members of the Board of Directors and distribution of the profit share in accordance with the principles, which have been included in the Articles of Association, are determined every year in the ordinary general assembly meeting, upon suggestion of the shareholders.

Within the scope of the wages policy of the below detailed senior managers, payment is made to the members of the Board of Directors, which have also executive tasks. Members of the Board of Directors having executive tasks are not included in the scope of profit distribution.

Stock options and payment plans of the Company based on company performance cannot be used for wages of members of the Board of Directors.

Payment is made to the members of the Board of Directors pro-rata basis by considering their appointment and leaving dates and their terms of office. Expenditures (transportation, telephone, and insurance etc. expenditures) made by members of the Board of Directors due to contributions which they provided to the Company, can be covered by the Company.

Wages of the Senior Managers are composed of two components, as fixed and performance basis.

Fixed wages of the senior managers are determined according to international standards and legal obligations, by considering macroeconomic data in the market, available wages policies in the market, company size and its long-term targets as well as positions of the persons.

Premiums of the senior managers are calculated premium basis, company performance and individual performance. Information regarding criteria is summarized below:

**Premium Basis:** Premium basis is updated every year and varies according to the business size of the manager positions. When premium basis is updated, premium policies of the market regarding senior managers are taken into consideration.

**Company Performance:** Company performance is obtained by measuring of the financial and operational (market share, exportation, foreign operations, productivity etc.) targets at the end of every year, which were given at the beginning of every New Year. Sustainable success and improvements in comparison with the previous years are the principles, which have been taken into consideration importantly, when targets of the Company are determined,

**Individual Performance:** In addition to targets of the Company, targets regarding financial issues, customers, process, technology and long-term strategy are taken into consideration for determining of the individual performance. Long term sustainable improvement principle is observed for measurement of the individual performance in parallel with the company performance, other than financial areas.

Wages, which are determined according to above specified principles and paid to the members of the Board of Directors and senior managers, as well as other advantages and information regarding total amounts, are included in the activity report.