

AKMERKEZ GYO SUSTAINABILITY COMMITTEE DUTIES AND RESPONSIBILITIES

1. PURPOSE

This Directive is designed to establish the Sustainability Committee within AKMERKEZ to discuss, manage, and implement sustainability-related matters. It also outlines the duties, authorities, responsibilities, and working principles of the Committee. The Committee addresses all dimensions of sustainability, including environmental, social, cultural, governance, and economic aspects. Accordingly, it implements a sustainability management system with short, medium, and long-term perspectives.

2. SCOPE

This Directive covers the duties and working principles of the AKMERKEZ Sustainability Committee.

3. PRINCIPLES OF IMPLEMENTATION

3.1. Formation of the Committee

The Committee operates under the chairmanship of the General Manager, with the Budget, Reporting, and Investor Relations Manager as the Secretary, and the Finance Director and Leasing Director as members. Additional members, associate members, and independent members may be appointed by the Committee's decision. Unless otherwise decided, these individuals serve as committee members.

In the absence of the General Manager, the Finance Director presides over Committee meetings as deputy chair.

Depending on the meeting agenda, the Chair may invite relevant department managers, personnel, or external experts to the meetings. However, those invited in this capacity do not have voting rights.

3.2. Working Principles of the Committee

The Sustainability Committee meets at least four times a year within the scope of its duties, authorities, and responsibilities. The Committee reports directly to the Board of Directors. In urgent situations, extraordinary meetings may be convened upon the suggestion of a Committee member or the Committee Secretary, and/or at the call of the Chair or Deputy Chair. Meetings can be attended via teleconference or video conference.

The Budget, Reporting, and Investor Relations Manager acts as the Committee's secretary. Agenda items and presentations related to the topics to be discussed are shared with the Committee Secretary by the Committee members prior to the meeting.

At the end of the meeting, the Secretary prepares presentations summarizing the discussed topics and the actions to be taken, which are shared with the Chair and members.

To support its work, the Committee can assign tasks directly to relevant departments, request periodic or ad hoc reports, seek opinions or reports from external experts, and allocate budgets as necessary.

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The Committee convenes with an absolute majority of its members. Decisions are made by a majority vote of attending members. In case of a tie, the Chair has two votes. All decisions taken by the Committee are recorded by the Secretary and signed by the members.

3.3. Duties, Authorities, and Responsibilities of the Committee

- a) Develop the institution's sustainability strategies and policies, and ensure their integration into the institution's activities.
- b) Set targets aligned with the institution's sustainability strategies and policies and ensure actions are taken to achieve these targets.
- c) Evaluate risks and opportunities related to sustainability and manage them in line with the institution's strategies.
- d) Monitor the actions taken to achieve the institution's sustainability targets.
- e) Ensure the effective implementation of the institution's sustainability reporting activities.
- f) Evaluate the work of sustainability working groups established within the institution and determine necessary actions.
- g) Monitor the institution's sustainability performance, assess maturity levels, and manage performance from a continuous improvement perspective.
- h) Oversee sustainability practices and performance within the institution's value chain, assess maturity levels, and manage performance with a focus on continuous improvement.
- i) Direct societal contribution activities, evaluate projects, and make decisions regarding them.
- j) Monitor national and international developments in sustainability and provide recommendations regarding institutional practices.
- k) Determine decisions to be submitted to the Board of Directors concerning sustainability matters.
- l) Allocate budgets for tasks decided to be undertaken related to sustainability.
- m) Evaluate other sustainability-related matters and make suggestions or take actions.
- n) Follow up on actions determined in previous meetings.

4. APPROVAL AND ENFORCEMENT

4.1. Approval

This Directive and any potential revisions are approved by the Board of Directors.

4.1. Enforcement

This Directive enters into force on the date of approval by the Board of Directors.

Akmerkez GYO Board of Directors