

SUSTAINABILITY COMMITTEE ROLE and WORKING PRINCIPLES REGULATION



1.0 PURPOSE

The purpose of this regulation is to define the duties and working principles of the Sustainability Committee (Committee) established by the Board of Directors of Naturel Holding and the publicly traded companies of Naturel Holding.

2.0 SCOPE

This regulation applies to Naturel Holding and all publicly held companies (Companies) within its structure.

The scope of this regulation covers the core duties of the Committee, which include overseeing the company corporate sustainability goals, the strategies toward these goals, climate-related risks and opportunities, monitoring and reporting performance and progress, and making recommendations to the Board of Directors accordingly.

3.0 PRINCIPLES

3.1 Organization

The Committee is established and authorized by the Board of Directors.

The Committee may establish or dissolve Subcommittees to pursue sustainability goals. It is authorized to hold periodic meetings with these Subcommittees and request reports from them. The Committee determines and may change Subcommittee members by taking the recommendations of the General Manager.

The Committee may consult independent experts on matters related to its activities.

The Committee is authorized to invite company employees, representatives of affiliates or related parties of the Holding, internal and external auditors, and subject matter experts to its meetings, to obtain information and, when needed, seek external legal or professional consultancy.

The cost of consultancy services required by the Committee shall be covered by the company.

The term of office of the Committee begins with the determination of the members and is parallel and limited to the term of the Board of Directors.

The Committee acts within its authority and responsibility and makes recommendations to the Board of Directors. However, the duties and responsibilities of the Committee do not relieve the Board of Directors from its responsibilities under the Turkish Commercial Code.

3.2 Membership

The Committee shall consist of at least two members appointed by the Board of Directors. Committee members may be selected from among the Board members and/or from outside the Board. The Committee

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Chair shall be selected from among the Board members.

3.3 Committee Meetings

The Committee meets at least four times a year, at least once every three months, at the Holding Headquarters. However, meetings may also be held at the Istanbul Office with prior notice.

Meetings may be held physically or through electronic means (online or via conference call). The timing of Committee meetings shall align as much as possible with the timing of Board meetings. Decisions taken during Committee meetings shall be documented, signed by Committee members, and filed properly.

The Committee shall prepare a report on its findings and recommendations within its area of responsibility and present it to the Board of Directors at least once a year.

4.0 DUTIES and RESPONSIBILITIES

Oversight:

- Monitors the activities of the Sustainability Division regarding the identification of sustainability and material sustainability targets.
- Oversees the Company's material sustainability targets and ESG (Environmental, Social, and Governance) strategies, risks, opportunities, and related KPIs, as well as the actions taken for integration, and progress made toward goals through regular reports received from Subcommittees.
- Reviews and oversees the content of GRI, TSRS, and Carbon Footprint reports.
- Oversees surveys, measurements, and ESG reporting conducted by the Sustainability Division.
- Oversees whether all relevant business units are coordinated by the Sustainability Division concerning the Company's sustainability targets.
- Follows and oversees whether the Sustainability Division ensures the awareness of all employees regarding the sustainability targets and policies of the Company, promotes internalization of these targets and policies, and disseminates sustainability awareness and culture.
- Ensures that national and international developments, best practices, agreements, and laws are followed by the Sustainability Division and Subcommittees, and that necessary actions are taken.

Reporting:

- Reports to the Board of Directors on the progress toward sustainability targets, the performance of strategy and policy implementation, and identifies what is needed for better outcomes.
- Obtains Board approval for following year's material sustainability targets.
- Presents official quarterly and annual reporting of the Company to the Board of Directors for approval, tracking, and evaluation of results, and communicates Board decisions to the Sustainability Division and Subcommittees.

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5.0 BUDGET

All resources and support necessary for the Committee to fulfill its duties shall be provided by the Company with the approval of the Board of Directors.

6.0 ENFORCEMENT AND REVIEW

This regulation concerning the duties and working principles of the Committee, along with any amendments, shall come into effect upon the decision of the Board of Directors. The regulation shall be reviewed annually by the Board of Directors, and any necessary changes shall be incorporated accordingly.