

1. PURPOSE AND SCOPE

This policy has been established to support the sustainable growth of Doğuş Holding, strengthen its corporate reputation, and ensure compliance with international standards in management processes. It intends to serve as a guiding framework for the adoption of corporate governance principles across Doğuş Holding and its subsidiaries.

2. DEFINITIONS

- **Corporate Governance:** A management approach that ensures the effective implementation of the principles of transparency, accountability, fairness, and responsibility in management of the business affairs.
- **Stakeholders:** Individuals or groups who are directly or indirectly affected by, or have an influence on, the Company's activities (such as investors, employees, customers, suppliers, public institutions, and the community).
- **Board of Directors:** The governing body that assumes strategic steering and oversight tasks bearing the ultimate responsibility of the Company's operations and decisions.
- **Audit Committee:** The committee established with the intent to monitor the effectiveness of internal control systems and oversee financial reporting processes, comprised of members selected among the members of the Board of Directors. It operates in coordination with the Risk Committee.
- **Risk Committee:** The committee responsible for ensuring that the risks to which subsidiaries and affiliates are exposed remain aligned with the risk appetite of shareholders and for reporting these to the Board of Directors. It operates in coordination with the Audit Committee.
- **Sustainability Committee:** The committee responsible for monitoring the implementation of social, environmental, and governance principles and improving management processes accordingly.

3. OUR APPROACH TO CORPORATE GOVERNANCE

While embracing international corporate governance principles, Doğuş Holding regards governance as an integral component of sustainability. In line with this approach, our primary objective is to create value for all our stakeholders by taking international standards as a reference.

4. STRATEGIC OBJECTIVES

- To establish and continuously improve a corporate governance structure aligned with international standards
- To ensure the effective functioning of the Board of Directors and its committees
- To strengthen internal control, audit, and risk management systems
- To embed a culture of transparent, accountable, and responsible business conduct
- To enhance stakeholder engagement.

5. CORE PRINCIPLES

- **Transparency:** Providing accurate, timely, and clear information to all stakeholders is essential.
- **Accountability:** All levels of management are under the obligation to account for their decisions and conduct.
- **Fairness:** Respecting the rights of stakeholders and ensuring equal and impartial treatment are fundamental.
- **Responsible Conduct:** Carrying out operational activities with due consideration of their environmental, social, and economic impacts is a prerequisite.

6. GOVERNANCE STRUCTURE AND ROLES

- **Board of Directors:** Determines the Company's strategy and is responsible for overseeing corporate activities.
- **Audit Committee:** Responsible for ensuring the effectiveness and accuracy of financial reporting processes and internal control systems.
- **Risk Committee:** Identifies risks at an early stage and determines mitigation strategies. Operates in coordination with the Audit Committee.
- **Sustainability Committee:** Oversees social, environmental, and governance-related principles and develops recommendations for improvement.

7. IMPLEMENTATION, MONITORING, AND REPORTING

The effectiveness of corporate governance practices is regularly evaluated, and the results are reported transparently. Progress and implementations are periodically shared with stakeholders through sustainability reports.

8. CONTINUOUS IMPROVEMENT

This policy is reviewed regularly and updated as necessary in line with changes in the stakeholder expectations and international standards.

9. EXECUTION AND RESPONSIBILITIES

The Sustainability Committee, reporting to the Board of Directors, is responsible for the execution and implementation of this policy. Periodic evaluation reports stating the progress of the policy's implementation are reviewed and approved by the Board of Directors.

10. ENFORCEMENT

This policy was approved by the Board of Directors of Doğuş Holding on 5 August 2025 and publicly disclosed. It entered into force as of the date of its approval by the Board of Directors of Doğuş Holding A.Ş. The Holding Sustainability Committee is responsible for the implementation of the policy and the execution of the related processes. Together with its associated procedures, the policy is reviewed as required, and any necessary updates are made and communicated to the relevant stakeholders.