

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş.

CORPORATE GOVERNANCE COMPLIANCE REPORT

Corporate Governance Compliance Report (CGCR) and Corporate Governance Information Form (CGIF) are announced on Public Disclosure Platform ("PDP") at least three weeks before the General Assembly Meeting. The company report status of complying the volunteering principals with CGCR, informs about the corporate governance implementation with KYBF templates.

The Corporate Governance Compliance Report was prepared in accordance with the decision no.2/49 of Capital Markets Board's dated 10 January 2019 and prepared within the framework of the corporate governance principles stated in the "CMB" Communiqué Series II 17.1 and approved on 4 March 2022 by Corporate Governance Committee.

(X) represents the Company's compliance status and the explanations are made for the status other than yes.

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Explanation
	Yes	Partial	No	Exempted	N/A	
1. SHAREHOLDERS						
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	-	-	-	-	
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	-	-	-	-	
1.3. General Assembly						
1.3.2 The company ensures the clarity of the general Assembly agenda, and that an item on the agenda doesn't cover multiple topics.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	There was no such transaction.
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	-	-	-	-	
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	-	-	-	There is a separate item on the agenda, but since there are many donations and beneficiaries, summary information is provided.
1.3.11 The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.	X	-	-	-	-	

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	Yes	Partial	No	Exempted	N/A	
1.4. Voting Rights						
1.4.1 There is no restriction preventing shareholders from exercising their shareholder rights.	X	-	-	-	-	
1.4.2 The company does not have shares that carry privileged voting rights.	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	Our company has no cross-ownership which provides management control.
1.5. Minority Rights						
1.5.1 The company pays maximum diligence to the exercise of minority rights.	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	-	-	The Company has adopted the rates specified in the legislation of stock in companies.
1.6. Dividend Right						
1.6.1 The dividend policy approved by the General Shareholders' Meeting is posted on the company website.	X	-	-	-	-	
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	-	-	-	-	
1.6.3 The reasons for retaining earnings, and their allocations, are stated in the relevant agenda item.	-	-	-	-	X	Profit is distributed.
1.6.4 The board reviewed whether the dividend policy balances the benefits of the shareholders and those of the company.	X	-	-	-	-	
1.7. Transfer of Shares						
1.7.1 There are no restrictions preventing shares from being transferred.	X	-	-	-	-	

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	Yes	Partial	No	Exempted	N/A	
2. DISCLOSURE AND TRANSPARENCY						
2.1. Corporate Website						
2.1.1 The company website includes all elements listed in Corporate Governance Principle 2.1.1.	X	-	-	-	-	
2.1.2 The shareholding structure (names, privileges, number and ratio of shares, and beneficial owners of more than 5% of the issued share capital) is updated on the website at least every 6 months.	X	-	-	-	-	
2.1.4 The company website is prepared in other selected foreign languages, in a way to present exactly the same information with the Turkish content	X	-	-	-	-	
2.2. Annual Report						
2.2.1 The board of directors ensures that the annual report represents a true and complete view of the company's activities.	X	-	-	-	-	
2.2.2 The annual report includes all elements listed in Corporate Governance Principle 2.2.2.	X	-	-	-	-	
3. STAKEHOLDERS						
3.1. Corporations'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	-	-	-	-	
3.1.3 Policies or procedures addressing stakeholders' rights are published on the company's website.	X	-	-	-	-	
3.1.4 A whistleblowing programme is in place for reporting legal and ethical issues.	X	-	-	-	-	
3.1.5 The company addresses conflicts of interest among stakeholders in a balanced manner.	X	-	-	-	-	

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	Yes	Partial	No	Exempted	N/A	
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), of employees in management.	X	-	-	-	-	
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	-	-	-	-	
3.3. Human Resources Policy						
3.3.1 The company has adopted an employment policy ensuring equal opportunities, and a succession plan for all key managerial positions.	X	-	-	-	-	
3.3.2 Requirement criteria are documented.	X	-	-	-	-	
3.3.3 The company has a policy on human resources development, and organises trainings for employees.	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	-	-	-	-	
3.3.5 Employees, or their representatives, were notified of decisions impacting them. The opinion of the related trade unions was also taken.	X	-	-	-	-	
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	-	-	-	-	
3.3.7 Measures (procedures, trainings, raising awareness, goals, monitoring, complaint mechanisms) have been taken to prevent discrimination, and to protect employees against any physical, mental, and emotional mistreatment.	X	-	-	-	-	
3.3.8 The company ensures freedom of association and supports the right for collective bargaining.	X	-	-	-	-	
3.3.9 A safe working environment for employees is maintained.	X	-	-	-	-	

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3.4. Relations with Customers and Suppliers						
3.4.1 The company measured its customer satisfaction, and operated to ensure full customer satisfaction.	X	-	-	-	-	
3.4.2 Customers are notified of any delays in handling their requests.	X	-	-	-	-	
3.4.3 The company complied with the quality standards with respect to its products and services.	X	-	-	-	-	
3.4.4 The company has in place adequate controls to protect the confidentiality of sensitive information and business secrets of its customers and suppliers.	X	-	-	-	-	
3.5. Ethical Rules and Social Responsibility						
3.5.1 The board of the corporation has adopted a code of ethics, disclosed on the corporate website.	X	-	-	-	-	
3.5.2 The company has been mindful of its social responsibility and has adopted measures to prevent corruption and bribery.	X	-	-	-	-	
4. Board of Directors						
4.1. Role of the Board of Directors						
4.1.1 The board of directors has ensured strategy and risks do not threaten the long-term interests of the company, and that effective risk management is in place.	X	-	-	-	-	
4.1.2 The agenda and minutes of board meetings indicate that the board of directors discussed and approved strategy, ensured resources were adequately allocated, and monitored company and management performance.	X	-	-	-	-	

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	Yes	Partial	No Exempted	N/A		
4.2. Activities of the Board of Directors						
4.2.1	The board of directors documented its meetings and reported its activities to the shareholders.	X	-	-	-	
4.2.2	Duties and authorities of the members of the board of directors are disclosed in the annual report.	X	-	-	-	
4.2.3	The board has ensured the company has an internal control framework adequate for its activities, size and complexity.	X	-	-	-	
4.2.4	Information on the functioning and effectiveness of the internal control system is provided in the annual report.	X	-	-	-	
4.2.5	The roles of the Chairman and Chief Executive Officer are separated and defined.	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	-	-	-	
4.2.8	The company has subscribed to a Directors and Officers liability insurance covering more than 25% of the capital.	-	X	-	-	Although there's a manager liability insurance, the ratio is below the recommended limit. Considering the high capital of the company, the current insurance amount is considered sufficient in terms of foreseeable risks, and insurance limits are regularly reviewed.
4.3. Structure of the Board of Directors						
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	-	-	As of the end of 2021, the rate of female members in the Board of Directors is 33%. A target and policy has not yet been established for the rate that was over 25% in the past years.
4.3.10	At least one member of the audit committee has 5 years of experience in audit/accounting and finance.	X	-	-	-	

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4.4.	Board Meeting Procedures						
4.4.1	Each board member attended the majority of the board meetings in person	X	-	-	-	-	
4.4.2	The board has formally approved a minimum a minimum time by which information and documents relevant to the agenda items should be supplied to all board members.	X	-	-	-	-	
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	-	-	-	-	
4.4.4	Each member of the board has one vote.	X	-	-	-	-	
4.4.5	The board has a charter/written internal rules defining the meeting procedures of the board.	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	-	-	-	-	
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	-	-	-	There is no restriction regarding the members of the Board of Directors to take on other duties outside of our Company. We act in accordance with the regulations in this regard. The duties undertaken by the members outside the company are presented at the general assembly meeting.
4.5.	Board Committees						
4.5.5	Board members serve in only one of the Board's committees.	-	-	X	-	-	Committees are formed by taking into account the experiences of our members. Some of our board members take part in more than one committee, and this structure increases the opportunities for cooperation between committees.
4.5.6	Committees have invited persons to the meetings as deemed necessary to obtain their views.	X	-	-	-	-	
4.5.7	If external consultancy services are used, the independence of the provider is stated in the annual report.	-	-	-	-	X	The Committee did not receive any significant advisory services except independent audit firm and credit rating agency.

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4.5.8	Minutes of all committee meetings are kept and reported to board members.	X	-	-	-	-	
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 effectively.	-	-	X	-	-	Performance evaluation of those with administrative responsibility were carried out, but no specific work was conducted at the Board of Directors level. Best practices on the subject are being researched, and their implementation can be evaluated in the medium term.
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	-	-	-	-	
4.6.5	The individual remuneration of board members and executives is disclosed in the annual report.	-	-	X	-	-	In accordance with the law no. 6698 Protection of Personal Data, the total amount is explained in terms of categories rather than on individual basis.

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CORPORATE GOVERNANCE INFORMATION FORM (CGIF)

1. SHAREHOLDERS

1.1 Facilitating the Exercise of Shareholders Rights

The number of investor meetings (conference, seminar/etc.) organised by the company during the year

Although physical conference and roadshow participation could not be achieved in 2021 due to the pandemic, investor communication continued through video and teleconferences planned by intermediary institutions and investment banks in line with the "pandemic and new normal" conditions. In this context, 250 existing and potential domestic and foreign corporate stock and bond investors were met through 17 videos and teleconferences attended. In addition, the fact that individual teleconference meetings were held with nearly 200 investors and analysts indicates that Investor Relations activities continue without slowing down. The total number of meetings held with investors through phone calls, one-to-one online meetings, roadshows and video and teleconferences is close to 450. In addition, two webcasts were organized in 2021, where the financial results for the end of 2020 and the first half of 2021 were shared. Through these publications, more than 200 investors were reached. More than 150 investors were met through two webcasts held in November regarding the "Natural Soda Investment in America". A total of 5 new institutions, 2 of which are foreign, were added to the intermediary institutions that keep Şişecam on their watch lists, and more than 100 reports were published throughout the year.

1.2 Right to Obtain and Examine Information

The number of special audit request(s)

-

The number of special audit requests that were accepted at the General Shareholders' Meeting

-

1.3 General Assembly

Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)

<https://www.kap.org.tr/tr/Bildirim/921988>

Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time

The documents of the General Assembly Meeting are published simultaneously in English.

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1.3 General Assembly

The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9

There is no unanimous transaction.

The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)

In 2021, all related party transactions and transaction principles were submitted to the Board of Directors. In 2021, there were no related party transactions or significant transactions that should be submitted to the approval of the General Assembly since independent members did not approve.

The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)

<https://www.kap.org.tr/tr/Bildirim/910514>

The name of the section on the corporate website that demonstrates the donation policy of the company

Specified under the Corporate Governance Policies that participated in Corporate Governance subtitle in Corporate Overview and Governance title of Investor Relations Section at www.sisecam.com

The name of the section on the corporate website that demonstrates the donation policy of the company

<https://www.kap.org.tr/tr/Bildirim/350694>

The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting

Article 15

Identified stakeholder groups that participated in the General Shareholders' Meeting, if any

Company employees and their representatives may attend the General Assembly meeting.

1.4 Voting Rights

Whether the shares of the company have differential voting rights

No / There is no privilege in voting rights.

In case that there are voting privileges, indicate the owner and percentage of the voting majority of share

-

The percentage of ownership of the largest shareholder

50.93 %

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1.5 Minority Rights

Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association -

If yes, specify the relevant provision of the articles of association. -

1.6 Dividend Right

The name of the section on the corporate website that describes the dividend distribution policy - Specified under the Corporate Governance Policies that participated in Corporate Governance subtitle in Corporate Overview and Governance title of Investor Relations Section at www.sisecam.com.

Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend -

PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends -

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General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
30.03.2021	-	%68,01	%0,01	%67,99	(*)	(*)	None	261	https://www.kap.org.tr/tr/Bildirim/915282

(*) Specified under the "Ordinary General Assembly" section that participated in "General Assembly Announcements and Documents" subtitle in "Corporate Overview and Governance" title of Investor Relations Section on the company's corporate website at www.sisecam.com.

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2. DISCLOSURE AND TRANSPARENCY

2.1 Corporate Website

Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.

All information can be accessed from the relevant sections under the Investor Relations tab at <https://www.sisecam.com.tr/>.

If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the share

There is no natural person shareholder who owns more than 5% of the shares.

List of languages for which the website is available

Turkish, English, Bosnian, Bulgarian, German, Hungarian, Italian, Romanian, Russian and Slovak

2.2 Annual Report

The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2

a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members

Specified in the "Additional Information about Corporate Governance" section in the Annual report.

b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure

Specified in the "Additional Information about Corporate Governance" section in the Annual report.

c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings

Specified in the "Additional Information about Corporate Governance" section in the Annual report.

ç) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation

Note 2 of the financial statements

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2.2 Annual Report

The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2

d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof

Explained in the note 23. Insurances, Contingent Assets and Liabilities in financial report.

e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest

Specified in the "Additional Information about Corporate Governance" section in the Annual report.

f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross ownership subsidiaries that the direct contribution to the capital exceeds 5%

None.

g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results

Specified in the "Corporate Social Responsibility" section in the Annual report.

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3. STAKEHOLDERS

3.1 Corporation's Policy on Stakeholders

The name of the section on the corporate website that demonstrates the employee remedy or severance policy

Specified under the Corporate Governance Policies that participated in Corporate Governance subtitle in Corporate Overview and Governance title of Investor Relations Section at www.sisecam.com.

The number of definitive convictions the company was subject to in relation to breach of employee rights

The number of judgments finalized against the company due to violation of employee rights is 61.

The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)

As of the end of 2021, the whistleblower hotline system has been updated, and a new application started with the opportunity to receive independent and anonymous notices in compliance with international legislation. It is possible for employees and all stakeholders to notify their managers and/or the "Ethics Hotline", the ethical whistleblowing line, of any suspected violations of Şişecam Group's Code of Business Ethics, relevant policies and the law, and of suspected situations. The notifications in question can be made verbally or in writing to the relevant managers, from the internet address <https://ethicshotline.sisecam.com>, and from telephone numbers serving in 17 languages. In accordance with Şişecam Group's internal legislation, incoming reports are reported to the Ethics Council.

The contact detail of the company alert mechanism.

<https://ethicshotline.sisecam.com>
Turkey/0800 621 2393, USA/1 800 508 1753, Germany/0800 180 0655, Austria/0800 017855, Bosnia and Herzegovina/080 083 067, Bulgaria/0800 46 269, China/400 120 0275, Georgia/0800 10 02 50, India/000 800 919 0261, Netherlands/0800 022 2904, Italy/800 828 488, Spain/900 876 290, Hungary/80 088 538, Egypt/0800 006 0316, Romania/0800 360 147, Russia/8 800 301 85 34, Slovakia/0800 601 478, Ukraine/ 0800 801 480

3.2 Supporting the Participation of the Stakeholders in the Corporation's Management

Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies.

There is no public link to the relevant internal regulation.

Corporate bodies where employees are actually represented

All communication channels are kept available and probable handicaps are cleared for the company employees to participate in the management. For this purpose; "Message to the CEO", "Ethics Hotline" and "Nar" applications are used. In addition, the digital employee event called CEO Talks, which is held twice a year, provides employees with the opportunity to share their questions and suggestions.

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3.3 Human Resources Policy

The role of the board on developing and ensuring that the company has a succession plan for the key management positions

The Board of Directors forms the necessary succession plans.

The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.

There is "Human Resources Policy" under the "Policies" title in the "Sustainability" section on the website www.sisecam.com. Equality was taken as a basis and transparency was ensured in recruitment and career planning. Activities are carried out on the basis of the articles of the "Şişecam Group Human Resources Regulation" created within the Company regarding the subject.

Whether the company provides an employee stock ownership programme

There is no share purchase plan.

The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resource policy.

There are "Human Resources Policy" and "Anti-Retaliation Policy" in the "Policies" tab in the "Sustainability" section of the www.sisecam.com.tr website.

The number of definitive convictions the company is subject to in relation to health and safety measures

10 cases

3.5 Ethical Rules and Social Responsibility

The name of the section on the corporate website that demonstrates the code of ethics

The Code of Ethics specified under Corporate Governance Policies subtitle in Corporate Governance title of Investor Relations section at www.sisecam.com.

The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues

Information is provided in the "Corporate Social Responsibility" section under "About Us" on the company's corporate website at www.sisecam.com. In addition, detailed information is provided in the Sustainability Report under the "Reporting" tab under "Sustainability".

Any measures combating any kind of corruption including embezzlement and bribery

Anti-Corruption policy specified under the Corporate Governance Policies subtitle in Corporate Governance title of Investor Relations Section at www.sisecam.com.

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4. BOARD OF DIRECTORS - I

4.2 Activity of the Board of Directors

Date of the last board evaluation conducted	None.
Whether the board evaluation was externally facilitated	No
Whether all board members released from their duties at the GSM	Yes, they were released.
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	There has been no delegation.
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	25 reports
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	Specified in Risk Management and Internal Audit Facilities section in the annual report.
Name of the Chairman	Prof. Dr. Ahmet Kırman
Name of the CEO	Mustafa Görkem Elverici
If the CEO and Chair functions are combined: provide the link to the relevant PDP announcement providing the rationale for such combined roles	They are different people.
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	Parent Company, Türkiye İş Bankası A.Ş. has signed "Executive Responsibility Insurance" with Anadolu Anonim Türk Sigorta for an amount below 25% of the company's capital. However, our company has not made PDP notification.

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş.

CORPORATE GOVERNANCE COMPLIANCE REPORT

4.2 Activity of the Board of Directors

The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	None.
The number and ratio of female directors within the Board of Directors	3 directors, the rate is 33%.

4. BOARD OF DIRECTORS – II

4.4 Meeting Procedures of the Board of Directors

Number of physical board meetings in the reporting period (meetings in person)	In 2021, 13 physical meetings were held.
Director average attendance rate at board meetings	97,44 %
Whether the board uses an electronic portal to support its work or not	Yes
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	5 days
The name of the section on the corporate website that demonstrates information about the board charter	Specified under Corporate Overview and Governance title of Investor Relations Section at www.sisecam.com and in the Article 10 of the Articles of Association. In addition, although there is an internal regulation on the subject (Şişecam Group Corporate Governance Regulation), it is not a public document.
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	Although the upper limit is not defined, candidacy may or may not be accepted by considering the duties of the candidate outside the Company in the election of members. The Corporate Governance Committee makes an assessment on this matter and presents it to the Board of Directors.

4.5 Board Committees

Page numbers or section names of the annual report where information about the board committees are presented	Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.gov.tr/tr/Bildirim/206123

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CORPORATE GOVERNANCE COMPLIANCE REPORT

4. BOARD OF DIRECTORS – III

4.5 Board Committees – II

Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)

Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.

Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)

Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.

Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)

Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.

Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/website)

Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.

Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)

Specified in the “Additional Information About the Corporate Governance” section in the Annual Report.

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş.

CORPORATE GOVERNANCE COMPLIANCE REPORT

4.6 Financial Rights

Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)

Specified in the Chairman and CEO messages in the Annual Report.

Specify the section of website where remuneration policy for executive and non-executive directors are presented

Wages Policy of the senior executives specified under the Corporate Governance Policies subtitle in Corporate Governance title of Investor Relations section at www.sisecam.com.

Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)

Specified in the Note 38-Related Party Disclosures.

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş.

CORPORATE GOVERNANCE COMPLIANCE REPORT

Composition of Board Committees

Name Surname of Committee Members	Whether Executive Director Or Not	Whether Independent Director Or Not	The first Election Date To Board	Link to PDP Notification That Includes The Independency Declaration	Whether the Independent Director Considered By The Nomination Committee	Whether the Director Who Cased to Satisfy The Independence Or Not	Whether the Director Has At Least 5 Years' Experience on Audit, Accounting And/OR Finance or not
Prof. Dr. Ahmet Kırman	Not Executive	Not Independent	14.04.2006				Yes
Hasan Cahit Çınar	Not Executive	Not Independent	27.09.2021				Yes
Zeynep Hansu Uçar	Not Executive	Not Independent	15.04.2011				Yes
İzlem Erdem	Not Executive	Not Independent	25.03.2015				Yes
Prof. Dr. Şener Oktik	Not Executive	Not Independent	27.03.2020				Yes
Dinç Kızıldemir	Not Executive	Independent	21.03.2018	www.kap.org.tr/tr/Bildirim/915282	Reviewed	No	Yes
Dr. Mehmet Cem Kozlu	Not Executive	Independent	21.03.2018	www.kap.org.tr/tr/Bildirim/915282	Reviewed	No	Yes
Gül Ayşem Sargın	Not Executive	Independent	30.03.2021	www.kap.org.tr/tr/Bildirim/915282	Reviewed	No	Yes

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş.

CORPORATE GOVERNANCE COMPLIANCE REPORT

Board Committees – I

Names of the Board Committees	Name of Committees Defined As "Other" In the First Column	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Corporate Governance Committee	-	Diñç Kızıldemir	Chairman	Member
Corporate Governance Committee	-	Prof. Dr. Şener Oktik	-	Member
Corporate Governance Committee	-	Zeynep Hansu Uçar	-	Member
Corporate Governance Committee	-	İzlem Erdem	-	Member
Corporate Governance Committee	-	Başak Öge	-	Not Member
Audit Committee	-	Diñç Kızıldemir	Chairman	Member
Audit Committee	-	Gül Ayşem Sargın	-	Member
Committee of Early Detection of Risk	-	Diñç Kızıldemir	Chairman	Member
Committee of Early Detection of Risk	-	Gül Ayşem Sargın	-	Member
Committee of Early Detection of Risk	-	Prof. Dr. Şener Oktik	-	Member
Committee of Early Detection of Risk	-	Sezgin Lüle	-	Member
Committee of Early Detection of Risk	-	Zeynep Hansu Uçar	-	Member
Group Performance Management Committee	-	Prof. Dr. Ahmet Kırman	Chairman	Member
Group Performance Management Committee	-	Diñç Kızıldemir	-	Member
Sustainability Committee	-	Prof. Dr. Ahmet Kırman	Chairman	Member
Sustainability Committee	-	Gül Ayşem Sargın	-	Member
Sustainability Committee	-	İzlem Erdem	-	Member
Sustainability Committee	-	Sezgin Lüle	-	Member
Social Responsibility Committee	-	Prof. Dr. Ahmet Kırman	Chairman	Member
Social Responsibility Committee	-	Gül Ayşem Sargın	-	Member
Social Responsibility Committee	-	Zeynep Hansu Uçar	-	Member
Social Responsibility Committee	-	Prof. Dr. Şener Oktik	-	Member

Board Committees– II

Names of the Board Committees	The Percentage of Non Executive Directors	The Percentage Of Independent Directors in The Committee	The Number Of Meetings Held in Person	The Number of Reports on its Activities Submitted to the Board
Corporate Governance Committee	%100,00	%20,00	8	4
Audit Committee	%100,00	%100,00	17	8
Committee of Early Detection of Risk	%100,00	%40,00	8	8
Group Performance Management Committee	%100,00	%50,00	2	1
Sustainability Committee	%100,00	%25,00	2	1
Social Responsibility Committee	%100,00	%25,00	-	-