

# STATEMENT OF COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

## STATEMENT OF COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES OF PINAR SÜT MAMULLERİ SANAYİİ A.Ş.

**a)** PINAR SÜT MAMULLERİ SANAYİİ A.Ş. (The "Company") complied with all mandatory articles of Corporate Governance Principles in the annex of Corporate Governance Communiqué numbered II-17.1 published by the Capital Markets Board (CMB) during the operating period that ended on December 31, 2021.

**b)** Our company strives to comply fully with the non-compulsory principles of Corporate Governance Principles. The justifications regarding non-mandatory principles that have not been implemented are explained below; as of the current date, these issues are not considered to cause a significant conflict of interest.

The explanations to be made by our Company per Article 8 of the Corporate Governance Communiqué regarding the non-compulsory corporate governance principles that have yet to be complied with are presented below, per each principle:

**1.3.11** There is no clause in the articles of association of our Company regarding the participation of the beneficiaries and the media in the general assembly. Independent audit firm officials and corporate governance rating agency officials also attend our General Assembly meetings. No request for participation from other stakeholders and the media has reached our Company.

**1.5.2** In line with general practices, rights have been granted to the minority within the provisions of general regulations. Within the context of our company's capital structure and free float ratio, the practice is expected to continue.

**4.3.9** No policy has been established for the rate of female members on the Company's Board of directors, but there are currently three female members on our Board of directors.

**4.4.7** The members of the board of directors of our Company are not restricted from taking on other duties outside the Company. All such duties are presented to the shareholders by inclusion in the annual report.

**4.5.5** There are three independent members on the board of directors of our Company, and one member of the board of directors serves on more than one committee. The fact that the members of the Board of Directors serve on more than one committee increases the possibility of communication and cooperation between the committees.

**4.6.1** There is no performance evaluation system for the Board of Directors.

**4.6.5** In line with general practices, the remuneration of the members of the board of directors and managers with administrative responsibilities are disclosed collectively in the annual report.

The 2021 Corporate Governance Compliance Report (URF) and Corporate Governance Information Form (KYBF), prepared per CMBs Decision No. 2/49 dated 10.01.2019, are separately disclosed at the public and corporate website of the Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)). Related documents can also be accessed from our Company's corporate governance page on the Public Disclosure Platform website (<https://www.kap.org.tr/tr/sirket-bilgileri/ozet/1059-pinar-sut-mamulleri-sanayii-a-s>).

With the addition of the Sustainability Principles by the CMB with the Communiqué (II-17.1.a) and Amending the Corporate Governance Communiqué (II-17.1) on October 2, 2020, the Company considers the environmental impacts of its activities as part of its sustainability efforts. It includes sustainability principles when identifying its corporate governance strategy.

Regarding compliance with the principles, our Company will also make the necessary efforts by following the developments and practices in the legislation in future periods, as it does currently.