

## **DONATIONS AND AIDS POLICY**

### **Article 1: Scope and Legal Basis**

This policy sets forth the principles applicable to the donations and aids to be made by Gdz Elektrik Dağıtım A.Ş. (the "Company").

This policy has been prepared in accordance with the provisions of the Capital Markets Law No. 6362 (the "CML"), the Turkish Commercial Code No. 6102 (the "TCC"), the regulations of the Capital Markets Board of the Republic of Turkey (the "CMB"), including the Dividends Communiqué No. II-19.1, the Corporate Governance Communiqué No. II-17.1 and the corporate governance principles attached thereto, and the provisions of the Company's Articles of Association (the "Articles of Association").

### **Article 2: Purpose**

Within the scope of its social and corporate responsibility, and by responding to the social needs and contributing to the country's future and development, the Company has adopted a donations policy for the purposes of determining the principles and rules for supporting and promoting via donations various activities of public interest in fields such as education, health, culture, arts, law, scientific research, environmental protection, sports, participation of disabled persons in social life entrepreneurship, technology, communication and alike, and also for managing the donation procedures, determining the information and reporting requirements and responsibilities relating thereto.

The main purposes of the aids and donations consist of the fulfilment of social responsibilities, creating social responsibility among our shareholders and employees and responding to social needs and serving public benefits. For these purposes, we also provide support to projects that will contribute to social development.

### **Article 3: Principles of Donation**

The provision needed in order for the Company to make donations is included in the Articles of Association. In accordance with the regulations of the CMB, the CML, the TCC, the Turkish Code of Obligations No. 6098 and other secondary legislation as well as the internal regulations of the Company and the provision of the Articles of Association relating to the Company's fields of activity, provided that the CMB's regulations regarding disguised profit distribution and mandatory corporate governance principles are adhered to, information is submitted to the shareholders during the General Assembly in respect of the donations made within the relevant year, and to the extent they do not interfere with the Company's own purpose and activities, the Company may grant donations and aids upon the resolution to be passed by the Board of Directors within the limits to be determined by the general assembly. However, donations and aids which are not compatible with the principle of safeguarding the shareholders' rights should be refrained from.

All donations and aids shall be made in compliance with the vision, mission and policies of the Company and taking into consideration the ethical rules and values of the Company as well as

the Company's annual budget allowances. Donations and aids may be in cash or in kind.

When determining the form and amount of the donations and the institutions, organizations and persons to whom the donation shall be made, compliance with the Company's corporate and social responsibility policies shall be observed. Donations may be made to universities, educational institutions, foundations, public benefit associations and other associations as well as persons and institutions of a similar nature, and all kinds of institutions, organizations and persons, including nongovernmental organizations.

Amount of the donations are added to the distributable profit base. In any event, the mandatory restrictions to be imposed by the Capital Markets Board of the Republic of Turkey shall be adhered to in respect of the amount of the donations.

In case the donations and aids made by the Company within the framework of the Capital Markets legislation are at least 1% or more of the total balance sheet assets disclosed to the public, or if the total of the donations and aids below 1% reach to at least 1% of the total balance sheet assets disclosed to the public material disclosures shall be made.