

ÜNLÜ YATIRIM HOLDİNG A.Ş.

DECLARATION OF INDEPENDENCE OF BOARD MEMBER

I hereby declare and accept that, with respect to Ünlü Yatırım Holding A.Ş. (Company);

- No employment relationship has been established during the last five years between me, my spouse and my relatives by blood or marriage up to second degree and the Company, partnerships which the Company controls the management of, or has material influence over, or shareholders who control the management of the Company or have material influence over the Company and legal entities which these shareholders control the management of, which has caused me to assume important duties and responsibilities in an executive position nor have I/we individually or jointly held more than 5% of the capital or voting rights or privileged shares in or established a material business relationship with the same,

- I was not a shareholder of (5% and more) nor held an executive position which would cause me to assume important duties and responsibilities or acted as a board member, during the last five years, in any company from or to which the Company purchases or sells a substantial quantity of services or products based on agreements made, during the periods these services or products were sold or purchased including especially those companies which carry out audit (including tax audits, legal audits, internal audits), rating and consultancy services for the Company,

- I have the professional education, knowledge and experience necessary to duly carry out the duties which I shall assume due to my position as an independent board member,

- As of the date of my nomination I am not, and if elected, during the time of my office, I will not be a full-time employee of any public entity or organizations (except as an academician in accordance with the applicable legislation),

- I am located in Turkey in accordance with the Income Tax Law No. 193 dated 31 December 1960,

- I have strong ethical standards, professional reputation and experience that shall allow me to contribute positively to the activities of the Company, maintain partiality in conflicts of interests between the Company and its shareholders and decide freely by taking into account the rights of stakeholders,

- I am able to dedicate a sufficient amount of time to the affairs of the Company in a manner to follow up the performance of the Company operations and duly perform the duties I have assumed,

- I did not act as a member of the board of directors of the Company for longer than 6 years within the last 10 years,

- I am not acting as an independent board member of more than three of companies which the Company controls or shareholders that control the management of the Company control the management of, and in total more than five companies which are traded on the stock exchange,

- I have not been registered and announced on behalf of the legal entity which elected me as a member of the Board of Directors,
- If a situation jeopardizing my independence arises, I will immediately inform the Company's Board of Directors and resign from my position.

Mine Yıldız Günay

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Özlem Yeşildere