

# ÜNLÜ YATIRIM HOLDİNG ANONİM ŞİRKETİ

## DISCLOSURE POLICY

### **I- Purpose and Scope**

Ünlü Yatırım Holding A.Ş. (the “Company”) hereby informs the public fully and timely, within the scope of the Disclosure Policy, in compliance with the provisions of the Capital Markets Legislation, Corporate Governance Principles and the Company’s Articles of Association.

The purpose of the Company Disclosure Policy is to ensure an active and transparent communication that is complete, fair, accurate, timely, comprehensible, affordable and equally accessible by all stakeholders, including the shareholders, investors, employees and customers, in compliance with the applicable regulations.

However, the Company may, if need be, refrain from the public disclosure of certain information relating to trade secrets and certain confidential information, the disclosure of which may damage its legitimate interests, as per the principles set forth in the legislation.

The Disclosure Policy covers all employees within the Company’s organization.

### **II- Authority and Responsibility**

The Disclosure Policy of our Company is established and implemented under the authority of the Board of Directors. The Board of Directors reserves the right to make amendments to this policy from time to time as per the related regulations. The Disclosure Policy and the amendments made thereof shall be published on the Company's website, following approval by the Board of Directors.

The Board of Directors is responsible to implement, improve and monitor the Disclosure Policy.

The executives responsible for financial management and reporting, and the Investor Relations Department of our Company shall be responsible for the supervision and monitoring of all matters related with public disclosure. These responsible parties shall fulfill their duty in close cooperation with the Corporate Governance Committee, Audit Committee and the Board of Directors.

### **III- Disclosure Methods and Media**

The disclosure methods and media used by our Company within the scope of this Information Policy are as follows:

- Material Event Disclosures
- Periodically disclosed financial statements, independent audit reports, statements and annual and interim activity reports
- Company’s website ([www.unluco.com](http://www.unluco.com))
- Announcements and notifications made through the Trade Registry Gazette
- Communication methods through communication channels such as telephone, e-mail, fax

- Statement made through printed and visual media
- Statements made to data distribution organizations such as Reuters, Foreks, Bloomberg
- Disclosure meetings held with investors, analysts face to face or through teleconference

#### **IV- Principles regarding presentations and reports disclosed during disclosure or press meetings**

The Investor Relations Department shall reply to the information requests of shareholders, investors and analysts accurately, fully and observing the principle of equality in writing, verbally or through disclosure meetings within the scope of the disclosed information.

Press-media organs, press meetings and/or press bulletins or other communication means may also be benefited from in the disclosure of special circumstances, including future evaluations, to the public. A disclosure shall also be made in the Public Disclosure Platform prior to or concurrent with these announcements, and shall be published on the Company website.

The Company officials may participate from time to time in national and international conferences and meetings with investors and analysts in order to share information. Presentations used during such conferences and meetings may also be published on the Company website.

#### **V- Monitoring inaccurate news and rumors about the Company in press-media organs or Websites and the principles of making counter statements**

The Company shall monitor news and rumors that appear in press-media organs and other communication channels through contracted domestic data distribution channels and also within its organization; and in the event there are any news or rumors that differ from the information disclosed to the public for the first time or has been previously disclosed to the public, the Company shall evaluate the impacts thereof on the value and price of its shares or on the investment decisions of investors within the scope of the company's internal regulations, and, when deemed necessary, a public disclosure shall be made promptly on the accuracy and adequacy of these information, within the scope of the principles set forth in the capital markets legislation, even if a deferment decision has been made.

The Company may make a statement at its own discretion in relation to news and rumors that appear in the press-media organs but do not rise to a Material Event Disclosure obligation. Such statements may be in written or verbal communication form with the media or may be notified to the public through the Company website ([www.unluco.com](http://www.unluco.com)).

The Company does not have an obligation to make a public statement regarding the adequacy and accuracy of the comments, analyses, evaluations and predictions made as based on public information disclosed through press and media organs and other communication channels.

#### **VI- Measures implemented to ensure confidentiality until public disclosure of material events**

The period starting as of the next day of the accounting period when the financial statements and reports are prepared by the Company and the independent reports are prepared, until such financial tables and reports are disclosed to the public in compliance with the legislation, shall be referred

to as the “Silent Period”. During the Silent Period, the Company officials shall not comment on the Company's activities, financial performance or financial outlook, other than the information disclosed to the public by the Company officials on behalf of the Company, and shall not reply questions of any capital markets participants such as analysts or investors, but the Company officials shall be able to attend to conferences, panels and/or seminars.

The Company executives and spouses, children of these individuals or the people who live in the same residence with them shall not engage in any transactions relating to the Company shares or capital markets instruments based on these shares, during the period starting as of the next day of the accounting period when the **6-month and annual** financial statements and reports prepared by the Company and the independent audit reports are prepared, until the day of public disclosure of such tables and reports in compliance with the legislation. The executives of the Company's affiliated and controlled partnerships and individuals who hold internal information or continuous information due to holding shares in the Company's affiliated and controlled partnerships are also within the scope of this prohibition.

The Company may defer the public disclosure of internal information to prevent damage to its legitimate interests, provided that this does not mislead investors and the Company is able to ensure the information is kept confidential. Under such circumstances, the Company shall take all measures to maintain the confidentiality of internal information, as per the capital markets legislation.

The Company shall inform its executives and employees, through on-the-job trainings and orientations, of their liabilities related to internal information set forth under the law and related legislation, and sanctions concerning the abuse or distribution of such information. Furthermore, Ünlü & Co Code of Ethics shall also regulate these matters. Any notification of matters set under the regulation shall be evaluated in light of the Ünlü & Co Code of Ethics. The Company shall take all necessary measures such as receiving commitments of confidentiality and similar methods of nature to prevent the access of employees, other than those permitted access to internal information, and third-party service providers.

Meanwhile, individuals who have access to internal information shall be notified in writing, by receiving their signature, on sanctions related with the abuse and distribution of internal information, in a manner to ensure that they accept the liabilities set forth in the law and the related legislation.

## **VII- Principles for determining individuals with administrative liability**

Within the scope of the Capital Markets Legislation, "Individuals with Administrative Liability" has been defined as the members of the Company's board of directors, and individuals who directly or indirectly have a regular access to the Company's internal information and are authorized to make administrative decisions that influence the future development and commercial objectives of the Company, regardless of not being a board member.

Individuals with Administrative Liability in our Company have been defined as the members of the Board of Directors, committee members working under the Board of Directors, members of

the Executive Board and persons listed as 1<sup>st</sup> degree group “A” and 1<sup>st</sup> degree group “B” authorized signatories in the Company’s signature circular.

### **VIII- Principles for disclosing evaluations targeting the future**

Evaluations in relation to internal information on the Company’s future plans and projections or evaluations that provide insight to investors on the issuer’s future activities, financial condition and performance may only be disclosed to the public by a decision of the Board of Directors in accordance with the capital markets legislation.

Evaluations targeting the future shall be based on reasonable assumptions and forecasts, and in the event there are any discrepancies between the actual realizations and those that have been previously disclosed to the public due to unforeseen risks and developments, a public disclosure shall be made so as to include the reasons of these discrepancies. Executives authorized for public disclosure shall exercise utmost care to ensure that any matters relating to the company’s activities and strategies which have not yet been decided by the Board of Directors, are excluded from the scope of the disclosure of expectations.

Evaluations targeting the future, within the scope of the principles in the capital markets legislation, as well as material events disclosure, shall be made by individuals authorized by Board of Directors resolution through press-media organs, press meetings and/or press bulletins, conferences and meetings at national and international level or other communication channels.

All questions concerning the implementation principle and methods of this policy should be addressed to the Investor Relations Department.