

# **VESTEL ELEKTRONİK SANAYİ VE TİCARET AŞ**

## **WORKING PRINCIPLES OF THE SUSTAINABILITY COMMITTEE**

### **1. Committee Structure**

**1.1** The committee shall include at least one independent director in addition to non-executive members, and executive members as determined by the Board of Directors.

**1.2** The committee shall be chaired by an independent director.

### **2. Committee Meetings**

**2.1** The committee shall meet at least four times a year, once every three months. The frequency of meetings is determined annually as proposed by the committee members and approved by the Committee chair.

**2.2** The Board Secretary attends committee meetings to conduct secretarial work on the agenda, minutes of the meeting and follow-up actions.

**2.3** The committee may invite any individual to a meeting as deemed necessary for consultation of information and opinions.

### **3. Duties of the Committee**

#### **Monitoring Sustainability Efforts:**

**3.1** Reviews the sustainability strategy, objectives and policies, and presents its recommendations to the Board of Directors.

**3.2** Monitors current developments related to sustainability and advises the Board of Directors on the development of existing strategies, policies, and practices accordingly.

#### **Coordination of Sustainability Efforts:**

**3.3** Informs the Board of Directors about preventive/progressive measures regarding the implementation of sustainability principles in different areas and activity results.

#### **General Assessment, Recommendations, and Other Activities:**

**3.4** Presents recommendations regarding the necessary management and organizational structure in line with the sustainability strategy and objectives.

**3.5** Provides recommendations on sustainability-related issues assigned by the Board of Directors.

**3.6** Proposes local and international memberships and collaborations which support the realization of sustainability strategy and goals.

**3.7** Provides the Board of Directors with an evaluation and feedback on Vestel Elektronik Sanayi ve Ticaret AŞ's assessment of Zorlu Group's sustainability vision, "Smart Life 2030 Strategy Framework and Long-Term Strategic Goals," and the "Sustainability Action Steps" developed by Zorlu Holding AŞ. Monitors Vestel Elektronik Sanayi ve Ticaret AŞ's efforts related to the goals, sets performance criteria, and ensures accurate and consistent measurement of performance.

**3.8** Monitors national and international developments in sustainability.

**3.9** When necessary, represents the Committee as a speaker or participant in platforms which address sustainability-related issues.

**3.10** Acquires information about the activities of sub-working groups created for sustainability issues, if any, and evaluates them before presenting to the Board of Directors.

#### **4. Reporting and Communication**

**4.1** The Board Secretary prepares the meeting minutes and submits them for the Committee members' approval. The records of the Committee activities are archived in written form.

**4.2** Information on committee activities and meeting results is presented to the Board of Directors in the following Board meeting by the Committee Chair.

#### **5. Other**

**5.1** The committee may benefit from independent expert opinions on matters related to its activities. The cost of such consultancy services deemed necessary by the committee shall be borne by the Company.