

CORPORATE GOVERNANCE COMMITTEE DUTIES AND WORKING PRINCIPLES

SCOPE

The purpose of this regulation is to determine the duties and working principles of the Corporate Governance Committee (Committee) established by the Board of Directors of ebebek Mağazacılık AŞ (Company).

These Working Principles have been established within the framework of the legislation set out in the Capital Markets Legislation, the Corporate Governance Communiqué No. II-14.1 and the Corporate Governance Principles annexed to it.

PURPOSE OF THE COMMITTEE

The Corporate Governance Committee monitors the company's compliance with corporate governance principles. The Committee also performs the duties of the Nomination Committee and the Remuneration Committee.

DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

- The Corporate Governance Committee determines whether the corporate governance principles are implemented in the Company, if not, the reason for this, and any conflicts of interest that arise from failure to fully comply with these principles.
- The Committee makes recommendations to the Board of Directors to improve corporate governance practices.
- The Committee oversees the work of the Investor Relations department.
- The Committee works to establish a transparent system for identifying, evaluating and training suitable candidates for the Board of Directors and management positions with administrative responsibility, and to determine policies and strategies in this regard.
- The Committee regularly evaluates the structure and efficiency of the Board of Directors and submits its recommendations to the Board of Directors regarding possible changes in these matters.
- The Committee determines and monitors the principles, criteria and practices to be used in the remuneration of Board members and executives with administrative responsibility, taking into account the Company's long-term goals.
- The Committee submits its recommendations to the Board of Directors regarding the remuneration of the Board members and executives with administrative responsibility, taking into account the degree to which the criteria used in remuneration have been met.

The Committee also carries out other activities requested by the Board of Directors.

FORMATION OF THE COMMITTEE

The Committee consists of minimum two members. If the committee consists of two members, both members, and if there are more than two members, the majority of the members, should be non-executive Board members. The chairman of the committee is elected from among the Independent Board members. Experts who are not members of the

Board of Directors may become members of the committee. The manager of the Investor Relations department should be appointed as a member of the corporate governance committee. The Chief Executive Officer/General Manager cannot serve on the committee. The working period of the Committee is similar to the working period of the Board of Directors. The members of the Committee are elected by the decision of the Board of Directors at the first Board of Directors meeting to be held after the first General Assembly meeting at which the Board of Directors members are elected, and are published on the Public Disclosure Platform (KAP).

BUDGET

All resources and support required for the Committee to fulfill its duties are provided by the Board of Directors. The cost of consultancy services required by the Committee is covered by the Company. However, in this case, information about the person/organization from which the service is received and whether this person/organization has any relationship with the Company are included in the activity report.

COMMITTEE MEETINGS

- The Committee meets minimum twice a year and the meeting results are recorded in the minutes and the decisions taken are presented to the Board of Directors.
- Committee meetings can be held physically or digitally.
- The Committee puts all its work in writing and keeps records.
- The Committee submits reports containing information about its work and the results of its meetings to the Board of Directors.

EFFECTIVENESS

The committee's areas of responsibility, working principles and members are determined by the Board of Directors and announced on the Public Disclosure Platform. This regulation and any changes regarding the duties and working principles of the Committee come into force with the decision of the Board of Directors. These Working Principles were accepted by the decision of the Board of Directors dated 29.05.2024 and entered into force as of the same date.