

Dođanlar Mobilya Grubu İmalat Sanayi ve Ticaret Anonim Őirketi

Donation and Aid Policy

1 – Introduction

The purpose of the Donation and Aid Policy is to determine the donation and aid principles of the Company in accordance with the regulations to which the Company is subject and the provisions of the Articles of Association.

The Company complies with the Capital Markets Law No. 6362 (“CMB Law”), Turkish Commercial Code No. 6102 (“TCC”), capital markets legislation and other relevant legislation and regulations regarding donations and aids. The Company pays utmost attention to the implementation of the principles set forth in the Corporate Governance Principles set forth in the Corporate Governance Communiqué of the Capital Markets Board (“CMB”), which may be amended and replaced from time to time.

This Policy has been prepared in accordance with the Capital Markets Board's Corporate Governance Communiqué No. II.17.1 and Dividend Communiqué No. II-19.1 and has been disclosed to all stakeholders through the website of Dođanlar Furniture Group (www.doganlarmobilyagrubu.com).

2 - Authorization and Responsibility

The Donation and Aid Policy was established by the Board of Directors within the framework of the CMB Corporate Governance Principles and submitted to the approval of the shareholders as a separate article on the agenda of the Company's General Assembly meeting. The Board of Directors is authorized and responsible for monitoring, supervising, developing and making necessary updates to the Company's Donation and Aid Policy. Following the decision of the Board of Directors, amendments to the Donation and Aid Policy are submitted to the approval of the shareholders at the General Assembly Meeting and published on the Company's website (www.doganlarmobilyagrubu.com).

3 – Principles of Donation and Aid Policy

As stated in Article 12 of the Company's Articles of Association titled “Distribution of Profit”:

“Within the framework of the provisions of the Capital Markets legislation, the Company may make donations to various institutions, organizations, foundations and associations with a decision to be taken by the General Assembly in a manner that will not hinder its own purpose and subject matter, provided that it does not contradict the regulations of the Capital Markets Law on disguised profit transfer; that the necessary material event disclosures are made and that the donations made during the year are submitted to the information of the shareholders at the General Assembly.

The upper limit of the donations to be made is determined by the General Assembly. Donations in excess of this limit cannot be made and the donations made are added to the distributable profit base.”

The above-mentioned provision in the Articles of Association enables the Company to make donations. The General Assembly may determine the upper limit of donations to be made each year at the General Assembly meeting. Donations and aids that would cause the Company to move away from the principle of protecting the rights of shareholders are avoided. However, donations and aids deemed appropriate by the Board of Directors may be made within the framework of social responsibility, in accordance with the provisions of capital markets legislation and the Company's policies and practices, in a manner not to hinder the Company's purpose and subject matter. Donations and aids to any legal or real person can be made in cash or in kind.

Donations and payments to be made by the Company within the framework of the above-mentioned provision of the Articles of Association are disclosed to the public within the framework of the CMB's

regulations on the disclosure of material events to the public. Shareholders are informed about the amount and beneficiaries of all donations and aids made during the relevant period, as well as any policy changes, with a separate article on the agenda at the General Assembly Meeting. Donations and aids must be presented to the shareholders at the General Assembly Meeting.

Regarding donations and aids, the Company complies with the provisions of the relevant legislation, particularly the CMB's regulations on the prohibition of disguised profit transfer and the mandatory corporate governance principles.