

## **BATISÖKE BOARD OF DIRECTORS DIVERSITY POLICY**

### **Purpose:**

The Board of Directors of Batisöke Söke Çimento Sanayi T.A.Ş. ("**Batisöke**") is structured to have the necessary balance of knowledge, experience, diversity and independence to effectively perform the management and oversight functions of the company. In this context, the Batisöke Board of Directors Diversity Policy ("**Policy**") determines the principles regarding the diversity and suitability of the Board of Directors.

### **Scope:**

This policy covers to the members of the Batisöke Board of Directors.

In the development of this Policy, the recommendations contained in the Capital Markets Board's Corporate Governance Communiqué, as well as relevant best practices and recommendations at the local and international levels, have been taken into consideration.

### **Definitions:**

- **Diversity:** The consideration of factors such as gender, age, professional experience, academic background, ethnicity, and disability status to ensure that the Board of Directors contributes to effective decision-making processes.
- **Independent Member:** Individuals who can perform their duties on the Batisöke Board of Directors without any external influence and who are appointed in accordance with Capital Markets Legislation.
- **Corporate Governance Committee:** The committee responsible for the implementation of this Policy, which takes diversity factors into account in order to adapt the Board of Directors structure to Batisöke's needs.

### **Responsibilities:**

The Corporate Governance Committee, on behalf of the Board of Directors, carries out the implementation, monitoring, and oversight process of the policy.

The Board of Directors is responsible for making decisions in accordance with the principle of diversity in the member selection and renewal processes.

### **Applications:**

1. The Batisöke Board of Directors promotes diversity by encouraging the participation of individuals with diverse knowledge, education, experience, and qualifications on the Board.
2. To ensure a sufficient and balanced structure of the Board of Directors, renewal and election processes encourage member diversity to meet Batisöke's needs.
3. Maximum effort is made to ensure balanced representation of women and men.

4. Batisöke's Corporate Governance Committee may consider other relevant diversity factors at any time to tailor the Board of Directors structure to Batisöke's needs, including criteria such as gender, race or ethnicity, nationality, country of origin, cultural background, academic profile, professional experience, knowledge, disability, or age.
5. In the selection of Board of Directors members, candidates meeting the diversity criteria set forth in this Policy, in accordance with the Turkish Commercial Code, the Capital Markets Law, and relevant legislation, are preferred.
6. Board of Directors members must possess the knowledge, experience, and competencies to contribute to Batisöke's strategic objectives.
7. Batisöke has a certain number of independent members on its Board of Directors. The number and qualifications of independent members are determined in accordance with the corporate governance principles of the Capital Markets Board.
8. Batisöke is committed to taking the necessary steps for female representation on the Board of Directors. Accordingly, it aims for at least 25% of the Board of Directors to consist of female members within 5 years from the effective date of this Policy.
9. The diversity and suitability objectives of the Board of Directors are reviewed at least once a year.
10. The performance of the Board of Directors and its compliance with the objectives are disclosed to the public in the annual activity reports within the scope of the "Regulation on Determining the Minimum Content of the Annual Activity Report of Companies".
11. Diversity is considered a key element in enhancing the performance of the Board of Directors and is continuously monitored within the framework of this policy.

#### **Violations and Consequences:**

In case of a violation of the policy, the situation is reported to the Board of Directors by the Corporate Governance Committee. Necessary improvement plans are prepared to remedy the violations and submitted to the Board of Directors for approval.

#### **Entry into Force:**

This Policy enters into force with the approval of the Batisöke Board of Directors. Changes to the policy may be made by a decision of the Board of Directors when necessary.

#### **Executive Body:**

The Corporate Governance Committee carries out the process of monitoring and overseeing the Policy on behalf of the Board of Directors. The Corporate Governance Committee conducts review activities at least once a year or in the context of developments that may arise, for the revision of the Policy.