



CEMENT

OYAK CEMENT FACTORIES INC.

REMUNERATION, DONATION AND AID POLICY

1. REMUNERATION POLICY

- **Executives with Administrative Responsibilities**

The “Remuneration Policy for Executives with Administrative Responsibilities” of our Company has been developed based on scientific studies, research, and analyses, considering applications tested and developed by many companies worldwide and in Turkey.

In this context, when determining the remuneration level, factors such as the structure and competitive conditions of the sector in which the Company operates, ongoing production and sales activities, the extent of operational locations, international operations, the structure of subsidiaries and their weight within the total, the required knowledge level to maintain activities, and the number of employees are taken into consideration.

The salaries of executives with administrative responsibilities are tiered by considering the knowledge, skills, competencies, experience level, scope of responsibility, and problem-solving criteria required by the position within the diversity and volume of the Company’s activities. When determining the fixed monthly salaries of these executives according to identified tiers, internal company balance is maintained and salary surveys from leading companies in Turkey are utilized. Thus, fair and competitive remuneration is ensured within the Company and in the market.

The Corporate Governance Committee oversees that, in determining the principles and criteria for the remuneration of executives with administrative responsibilities and preparing remuneration proposals, the Company’s long-term goals are also considered in addition to the above criteria.

- **Board Members**

When determining the remuneration levels of the Board members, besides corporate governance practices, the responsibilities assumed in the decision-making process, the required knowledge, skills, competencies, experience, and time devoted by the member are considered, and comparisons are also made with remuneration levels of board members in similar companies in the sector.



GROUP HOLDINGS

For independent board members, besides the above criteria, care is taken that the remuneration preserves the member's independence, and within the framework of Corporate Governance Principles, profit shares, stock options, or performance-based payment plans of the Company are not used.

The Corporate Governance Committee ensures that, in determining the principles and criteria for Board members' remuneration and preparing proposals, the Company's long-term goals are also considered alongside the above criteria.

Remuneration to Board members is determined by the General Assembly decision.

2. DONATION AND AID POLICY

OYAK Cement Factories Inc. conducts its activities with importance given to sustainable growth, achieving long-term objectives, and protecting the rights of all stakeholders. Within this framework, donations and aids that may lead to deviation from the principle of protecting shareholders' rights are avoided. However, within the scope of social responsibility, donations and aids deemed appropriate by the Board of Directors may be made, if they comply with capital markets regulations and remain within Group practices.

The upper limit for donations to be made is determined annually by the General Assembly. The Capital Markets Board (SPK) is authorized to set an upper limit on the donation amount. Information about the donations made is presented at the General Assembly meeting every year.

Note: This document has been translated into English for informational purposes. In case of a discrepancy between the Turkish and the English versions of this disclosure statement, the Turkish version shall prevail.