

Tat Gıda Sanayi A.Ş. Sustainability Committee Working Principles

1. Formation

During the Management Review meeting of Tat Gıda held on March/2016, a Sustainability Committee has been established for the purpose of developing, monitoring, supervising, reviewing and improving the sustainability strategy, policy and practices in social, corporate governance and environmental areas which includes climate change. The Sustainability Committee has mandate to implement duties it receives in this regard, and to make recommendations and suggestions to General Manager (CEO), who is also a member of the Board.

2. PURPOSE and SCOPE

Determining duties, powers and working principles of the Sustainability Committee formed for the purpose of developing the corporate sustainability practices carried out at Tat Gıda, ensuring adoption and dissemination of these practices within the Company and monitoring...

3. Duties and Responsibilities

Duties of the Sustainability Committee are as follows;

- Preparing the sustainability strategy and policy of Tat Gıda to be proposed to the CEO,
- Finalizing the draft Environmental Management System, Environmental Aspects and Impact Assessment, Purposes and Objectives,
- Monitoring current processes, practices and projects related to sustainability at Tat Gıda, following that necessary audits are carried out, setting targets for performance management and ensuring that data and information provided by relevant departments are reported to the CEO,
- Following current developments on sustainability and giving recommendations to the Board for improving existing strategies, policies and practices,

Ensuring that all of Tat Gıda's stakeholders embrace its sustainability strategy, policies and practices by organizing trainings and coordinating stakeholder engagement when deemed necessary,

- Identification, measurement, tracking, recording, auditing and reporting of the social, economic and environmental risks, which includes climate change and impacts of Tat Gıda's products; reviewing the public disclosures and ensuring improvements and making recommendations to the CEO on issues under the Board's authority.

The Committee notifies its assessments and advices in foregoing matters to the Board of Directors in written or verbal form.

4. Committee Structure and Membership Criteria

- Sustainability Committee is composed of four members. Chairman of the Committee is Production Deputy General Manager
- Sustainability Committee is represented by Deputy of Production General Manager who chairs the Committee.
- Committee members are composed of the Human Resources Director, Internal Audit Executive, Product Development and Quality Assurance Group Executive. Committee may also include experts, who are not members of the committee, when deemed necessary.
- Sustainability Committee is obligated to report to the General Manager who is also a Board Member.
- Until the new ones are elected, old committee members continue to perform their duties.
- All resource and support required for the committee to perform its duties is provided by the CEO. The committee may invite executives to its meetings and take their opinions when deemed necessary.
- The committee benefits from the opinions of independent experts regarding its activities, when deemed necessary. Cost of the consultancy services needed by the committee is covered by the company.

5. Sub-Working Groups

- In order to ensure efficiency of its activities, the Sustainability Committee may form sub-working groups, composed of persons with sufficient experience and knowledge on sustainability, from among its members and/or externally.

6. Working Methods and Principles of the Committee

- The Committee assembles with the frequency that is required by its tasks, but not less than once every three months.
- Meeting agenda is prepared by the Chairman of the Committee, but additional topics may be added upon resolution of majority of the members.
- Resolutions of the Committee have an advisory nature for the CEO and final decision making authority rests with the Board of Directors in respective matters.
- The Committee ensures that the CEO is informed about the matters that fall under its authority and responsibility
- Meeting and resolution quorum is the absolute majority of the total number of committee members. In case of equality of votes, resolution is taken in line with the vote of the chairman of the committee.

- Meetings can be held at the company's head office or any other venue that can be easily accessible by the committee members.

7. Reporting Procedures

- Resolutions of the committee are maintained in a resolution book to be kept for the committee.
- At least following particulars must be available on the meeting records:
 - Place and date of the meeting
 - Information on topics discussed in the meeting
 - Resolutions taken
- Resolutions deemed necessary by the committee are submitted to CEO.
- Product Development Quality Group Executive is responsible from the preparation and safekeeping of the reports. Meeting record issued is archived after being submitted to the information and approval of Committee Members.

8. Effective Date

Methods and Principles on Operation of the Sustainability Committee shall enter into force on their publication date.