

İSVEA SERAMİK VE BANYO ÜRÜNLERİ SANAYİ ANONİM ŞİRKETİ (the “Company”)
WORKING PRINCIPLES OF THE CORPORATE GOVERNANCE COMMITTEE

1. Purpose

Pursuant to Capital Markets Law No. 6362 (the “CML”), Turkish Commercial Code No. 6102 (the “TCC”), the Corporate Governance Communiqué (II-17.1) issued by the Capital Markets Board of Türkiye (the “CMB”), as amended from time to time, and the Corporate Governance Principles set forth therein, the Company established the Corporate Governance Committee (the “Committee”) by a resolution of its Board of Directors.

The principal purpose of the Committee is to determine whether the Corporate Governance Principles are implemented within the Company; where they are not implemented, to identify the reasons and any conflicts of interest arising from non-compliance; to provide recommendations to the Board of Directors for improving corporate governance practices; and to oversee the activities of the Investor Relations Department.

As permitted under the Corporate Governance Principles, and since separate Nomination and Remuneration Committees have not been established in view of the structure of the Company’s Board of Directors, the Committee shall also perform the duties assigned to the Nomination and Remuneration Committees under the Corporate Governance Principles.

2. Composition of the Committee

The Committee shall comprise at least three members, including the Head of the Investor Relations Department. The majority of Committee members must be non-executive members of the Board of Directors. The Committee Chair shall be selected from among the independent members of the Board of Directors. Persons with relevant expertise who are not members of the Board of Directors may also serve on the Committee.

The Chief Executive Officer/General Manager may not serve on the Committee.

Care shall be taken to ensure that a member of the Board of Directors does not serve on more than one committee. Where the same members are appointed to more than one committee due to the current structure of the Board of Directors and the number of independent members, the reasons for this arrangement shall be disclosed in the corporate governance compliance reporting.

The Committee’s members, remit and working principles shall be determined by the Board of Directors and disclosed on the Public Disclosure Platform (“PDP”, known as “KAP” in Turkish). The current working principles shall also be published on the Company’s corporate website.

The Board of Directors may replace Committee members whenever it deems necessary. The term of office of Committee members who are also members of the Board of Directors shall be limited to their respective terms as Board members. In the event of a vacancy on the Committee or the loss of a qualification required for membership, the Board of Directors shall make the necessary appointment to restore the Committee’s composition in accordance with applicable legislation.

The Head of the Investor Relations Department must be appointed as a member of the Committee. Such membership shall continue only for as long as that person serves as Head of the Investor Relations Department.

3. Duties and Responsibilities of the Committee

The duties and responsibilities of the Committee in relation to corporate governance are as follows:

- Determining whether the Corporate Governance Principles are implemented within the Company and, where they are not fully implemented, identifying the reasons and any conflicts of interest arising from such non-compliance;
- Providing recommendations to the Board of Directors to improve corporate governance practices;
- Overseeing the activities of the Investor Relations Department.

The duties and responsibilities of the Committee in relation to nominations are as follows:

- Undertaking work to establish a transparent system for identifying, evaluating and training suitable candidates for positions on the Board of Directors and in management positions carrying administrative responsibility, and developing relevant policies and strategies;
- Evaluating candidates proposed for independent Board membership, including those nominated by management and investors, with due regard to whether they meet the independence criteria, documenting the evaluation in a report and submitting it to the Board of Directors for approval;

- Regularly evaluating the structure and effectiveness of the Board of Directors and submitting recommendations to the Board of Directors concerning potential changes in these areas.

The duties and responsibilities of the Committee in relation to remuneration are as follows:

- Determining, with due regard to the Company's long-term objectives, the principles, criteria and practices applicable to the remuneration of members of the Board of Directors and executives with administrative responsibility, and overseeing their implementation;
- Submitting to the Board of Directors recommendations on the remuneration of Board members and executives with administrative responsibility, taking into account the extent to which the applicable remuneration criteria have been met;
- Preparing a written remuneration policy for Board members and executives with administrative responsibility and submitting it to the Board of Directors; overseeing, pursuant to Principle 4.6.2 in the Annex to the Communiqué, the presentation of that policy to shareholders as a separate agenda item at the general assembly meeting, the opportunity for shareholders to express their views, and publication of the policy on the Company's corporate website;
- Overseeing, pursuant to Principle 4.6.3 in the Annex to the Communiqué, that independent Board members are not remunerated through dividends, share options or payment plans based on the Company's performance, and that their remuneration is determined at a level that safeguards their independence.

4. Activities and Meetings of the Committee

The Committee shall meet at least twice a year and at such other times as its duties may require. Extraordinary meetings may be convened by the Committee Chair when necessary. The Committee shall document and maintain records of all its activities and submit reports concerning its activities and meeting outcomes to the Board of Directors.

The Committee shall convene with a majority of its total membership and adopt resolutions by the affirmative vote of a majority of its total membership. The outcomes of meetings and the reasons for any dissenting votes shall be recorded in minutes signed by the members attending the meeting.

Committee meetings shall be convened by the Committee Chair, with the agenda and relevant documents circulated to members in advance. The Investor Relations Department shall provide secretarial support to the Committee, including organizing meetings, forwarding minutes and reports to the Board of Directors, and maintaining the Committee's records.

The Board of Directors shall provide the resources and support necessary for the Committee to discharge its duties. The Committee may request information and documents relating to its remit from the relevant departments of the Company.

The Committee may invite any person it deems appropriate to its meetings and seek such person's views.

The Committee may obtain opinions from independent experts on matters relating to its activities when it considers such opinions necessary. The cost of any advisory services required by the Committee shall be borne by the Company. In such cases, information about the person or organization providing the services, and whether that person or organization has any relationship with the Company, shall be disclosed in the annual report.

5. Amendments to the Committee's Working Principles

Proposals to amend these working principles shall be submitted by the Committee to the Board of Directors. Such proposals shall be placed on the agenda of the Board of Directors' next meeting.

6. Entry into Force

These working principles were approved by a resolution of the Board of Directors dated 9 October 2026 and entered into force on the same date. Any amendments or updates to these working principles shall enter into force upon a resolution of the Board of Directors.