



**BRİSA BRIDGESTONE SABANCI LASTİK SANAYİ VE TİCARET A.Ş.
EARLY IDENTIFICATION OF RISK COMMITTEE INTERNAL REGULATION**

1. ESTABLISHMENT RESOLUTION

Pursuant to the resolution of the Board of Directors of Brisa Bridgestone Sabancı Lastik Sanayi ve Ticaret A.Ş. dated August 2, 2013, and in accordance with Article 378 of the Turkish Commercial Code No. 6102 and the provisions of the Capital Markets Board's Communiqué on Corporate Governance Principles, the Early Identification of Risk Committee ("Committee") has been established with the authority and responsibility to perform its duties.

2. PURPOSE

This Committee has been established by the Board of Directors of Brisa Bridgestone Sabancı Lastik Sanayi ve Ticaret A.Ş. with the purpose of the early identification of any strategic, operational, financial, or other types of risks that may endanger the company's existence, development, and continuity; the implementation of necessary measures and solutions; and the effective management of such risks.

3. DUTIES, AUTHORITIES AND RESPONSIBILITIES OF THE COMMITTEE

3.1. The Committee carries out activities for the identification of risks that may endanger the Company's existence, development, and continuity; the development of crisis prevention models and management systems; the early detection and assessment of such risks; the implementation of necessary measures; and the management of risks.

3.2. The Committee reviews the risk management systems at least once a year and oversees whether risk management practices are carried out in accordance with the Committee's decisions.

3.3. The Committee may invite any executive it deems necessary to its meetings and obtain their opinions.

3.4. The Committee may seek independent expert opinions on matters it deems necessary in relation to its activities. The cost of such consultancy services shall be covered by the Company.

3.5. The Committee's decisions are of an advisory nature to the Board of Directors. The final decision making authority on relevant matters rests with the Board. The Committee submits its evaluations and recommendations to the Board of Directors.

3.6. The Committee fulfills other duties and responsibilities assigned or to be assigned under the Turkish Commercial Code and capital markets legislation.

4. STRUCTURE

The Committee has been established in accordance with Article 378 of the Turkish Commercial Code No. 6102 and the provisions of the Capital Markets Board's Communiqué on Corporate Governance Principles, with the authority and responsibility to perform its duties.

The members of the Committee are determined by the Company's Board of Directors and disclosed to the public.



The Committee consists of at least two members appointed by the Company's Board of Directors, including a chairman. If the Committee consists of two members, both must be non-executive members of the Board. If the Committee has more than two members, the majority must be non-executive Board members.

4.1. Chairman

The Chairman of the Committee is appointed by the Company's Board of Directors from among the independent members.

4.2. Members

Apart from the Chairman, the Committee consists of at least one member appointed by the Company's Board of Directors.

4.3. Reporter

The person responsible for the Company's Risk Management Coordination acts as the Reporter of the Committee. Risk Management Coordination within the Company is carried out by the Deputy General Manager of Finance (CFO).

5. MEETINGS AND REPORTING

5.1. The Committee convenes as frequently as required to ensure the effectiveness of its activities. The quorum for meetings and decisions is the simple majority of the total number of Committee members.

5.2. All activities of the Committee are documented in writing by the Rapporteur and recorded. Meeting outcomes and reports containing information about the Committee's activities are submitted to the Company's Board of Directors after being approved by the Committee Members.

5.3. The Deputy General Manager of Finance (CFO) is responsible for delivering the decisions and meeting minutes to the Members of the Board of Directors and for maintaining the resolution book.

6. DETERMINATION OF THE AGENDA

The meeting agenda is determined by the Chairman of the Committee. Members of the Board of Directors and Committee Members may inform the Chairman of the matters they wish to be included in the agenda.

7. MEETING LOCATION AND TIME

Meetings are held at least six times a year, at a time and place deemed appropriate by the Chairman.

8. DUTIES OF THE CHAIRMAN

8.1. Chairs the Early Detection of Risk Committee and leads the meetings.

8.2. Determines the meeting agenda.

8.3. Ensures the flow of information and coordination between the Company's Board of Directors and the Committee.

8.4. May invite experts or specialists to the meeting, when necessary, for discussions on specific topics.

8.5. Takes the necessary measures to ensure that the Committee fulfills its duties and responsibilities effectively.

9. DUTIES OF COMMITTEE MEMBERS

- 9.1. Attending the meetings of the Early Detection of Risk Committee is a primary duty of each member. A member who is unable to attend a meeting must inform the Chairman in advance.
- 9.2. While performing their duties, members closely follow national and international developments in the field of risk management, keep themselves continuously updated, and share relevant information with other members.
- 9.3. Members take on responsibilities in matters that require collaborative work within the Committee.
- 9.4. Members communicate their opinions on the agenda items to the Chairman of the Committee.

10. DUTIES OF REPORTER

- 10.1. Assists the Chairman of the Committee in preparing the meeting agenda.
- 10.2. Consolidates reports related to the meeting agenda and the risks of Brisa Bridgestone Sabancı Lastik Sanayi ve Ticaret A.Ş. and delivers them to the Committee Members prior to the meeting.
- 10.3. Documents the Committee's decisions and meeting minutes immediately after each meeting and submits them to the Chairman.
- 10.4. Communicates the Committee's opinions and advisory decisions to the Company's Board of Directors together with the Chairman and Committee Members.
- 10.5. Ensures the administrative organization of the meetings. Coordinates the participation of individuals whom the Chairman wishes to invite to the meeting.
- 10.6. Carries out other tasks assigned by the Chairman related to the early detection of risk.

11. TERM IN OFFICE

The term of office of the Committee members is aligned with the term of office of the Members of the Company's Board of Directors. The Committee is re-established following the election of the Board Members.

12. ENFORCEMENT AND EXECUTION

This charter was approved and put into effect by the resolution of the Board of Directors of Brisa Bridgestone Sabancı Lastik Sanayi ve Ticaret A.Ş. dated August 2, 2013 and numbered 2013/13. The Chairman of the Committee is responsible for its execution. The Company's Board of Directors is authorized to make any necessary amendments to this charter.