

KAMUYU AYDINLATMA PLATFORMU

EGE ENDÜSTRİ VE TİCARET A.Ş. Corporate Governance Compliance Report 2022 - Annual Notification

Summary

Corporate Governance Compliance Report





Corporate Governance Compliance Report

Related Companies []

Related Funds

		Company Compliance Status				
	Yes	Partia	No	Exempted	Not Applicable	- Explanation
Corporate Governance Compliance Report						
1.1. FACILITATING THE EXERCISE OF SHAREHOLDER RIGHTS						
1.1.2- Up-to-date information and disclosures which may affect the exercise of shareholder rights are available to investors at the corporate website.	x					
1.2. RIGHT TO OBTAIN AND REVIEW INFORMATION						
1.2.1 - Management did not enter into any transaction that would complicate the conduct of special audit.	х					
1.3. GENERAL ASSEMBLY						
1.3.2 - The company ensures the clarity of the General Assembly agenda, and that an item on the agenda does not cover multiple topics.	x					
1.3.7- Insiders with privileged information have informed the board of directors about transactions conducted on their behalf within the scope of the company's activities in order for these transactions to be presented at the General Shareholders' Meeting.					x	
1.3.8 - Members of the board of directors who are concerned with specific agenda items, auditors, and other related persons, as well as the officers who are responsible for the preparation of the financial statements were present at the General Shareholders' Meeting.	x					
1.3.10 - The agenda of the General Shareholders' Meeting included a separate item detailing the amounts and beneficiaries of all donations and contributions.	x					
1.3.11 - The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.	х					
1.4. VOTING RIGHTS						
1.4.1 - There is no restriction preventing shareholders from exercising their shareholder rights.	x					
1.4.2 - The company does not have shares that carry privileged voting rights.			х			At the General Assembly meetings, A group written payment cards have 10 votes and B class bearer cash registers have 1 vote.
1.4.3-The company withholds from exercising its voting rights at the General Shareholders' Meeting of any company with which it has cross-ownership, in case such cross-ownership provides management control.					x	Our company does not have any partnerships in a mutual shareholding relationship.
1.5. MINORITY RIGHTS						
1.5.1 - The company pays maximum diligence to the exercise of minority rights.	x					
1.5.2 - The Articles of Association extend the use of minority rights to those who own less than one twenthieth of the outstanding shares, and expand the scope of the minority rights.		х				Although not regulated in the Articles of Association , the provisions of TCC numbered 6102 and CMB numbered 6362 are applied.
1.6. DIVIDEND RIGHT						
1.6.1 - The dividend policy approved by the General Shareholders' Meeting is posted on the company website.	х					
1.6.2 - The dividend distribution policy comprises the minimum information to ensure that the shareholders can have an opinion on the procedure and principles of dividend distributions in the future.	х					
1.6.3 - The reasons for retaining earnings, and their allocations, are stated in the relevant agenda item.					x	
1.6.4 - The board reviewed whether the dividend policy balances the benefits of the shareholders and those of the company.	x					
1.7. TRANSFER OF SHARES						

2.1. CORPORATE WEBSITE 2.1.1 The company website includes all elements listed in Corporate Governance Principle 2.1.1. 2.1.2 - The shareholding structure (names, privileges, number and ratio of shares, and beneficial owners of more than 5% of the issued share capital) is updated on the website at least every 6 months. 2.1.4 - The company website is prepared in other selected foreign languages, in a way to present exactly the same information with the Turkish content. 2.2. ANNUAL REPORT 2.2.1 - The board of directors ensures that the annual report represents a true and complete view of the company's activities. 2.2.2 - The annual report includes all elements listed in Corporate Governance Principle 2.2.2. 3.1. CORPORATION'S POLICY ON STAKEHOLDERS 3.1.1 - The rights of the stakeholders are protected pursuant to the relevant regulations, contracts and within the framework of bona fides principles. 3.1.3 - Policies or procedures addressing stakeholders' rights are published on the company's website. 3.1.4 - A whistleblowing programme is in place for reporting legal and ethical issues. 3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner. 3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner. Although there is no		х			
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	3.5.2-The company has been mindful of its social	x			

4.1.1 - The board of directors has ensured strategy and risks do not threaten the long-term interests of the company, and that effective risk management is in place.	x				
4.1.2 - The agenda and minutes of board meetings indicate					TI ((.)
that the board of directors discussed and approved strategy, ensured resources were adequately allocated, and		x			The performance of the Board of Directors has not been audited.
monitored company and management performance. 4.2. ACTIVITIES OF THE BOARD OF DIRECTORS					
4.2.1-The board of directors documented its meetings and reported its activities to the shareholders.	х				
4.2.2 - Duties and authorities of the members of the board of directors are disclosed in the annual report.	х				
4.2.3-The board has ensured the company has an internal					
control framework adequate for its activities, size and complexity.	Х				
4.2.4 - Information on the functioning and effectiveness of the internal control system is provided in the annual report.	х				
4.2.5 - The roles of the Chairman and Chief Executive Officer	Х				
are separated and defined. 4.2.7-The board of directors ensures that the Investor					
Relations department and the corporate governance					
committee work effectively. The board works closely with	Х				
them when communicating and settling disputes with shareholders.					
4.2.8 - The company has subscribed to a Directors and					
Officers liability insurance covering more than 25% of the capital.	х				
4.3. STRUCTURE OF THE BOARD OF DIRECTORS					
					Efforts to set a target rate
400 71 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1					and target time for
4.3.9 - The board of directors has approved the policy on its own composition, setting a minimal target of 25% for					female members in the Board of Directors,
female directors. The board annually evaluates its			х		provided that it is not
composition and nominates directors so as to be compliant					less than 25%, and to
with the policy.					formulate policies to achieve these targets,
					continue.
4.3.10 - At least one member of the audit committee has 5	х				
years of experience in audit/accounting and finance.	^				
4.4. BOARD MEETING PROCEDURES					
4.4.1-Each board member attend the majority of the board	L,				
meetings in person or via an electronic board meeting system	Х				
4.4.2 - The board has formally approved a minimum time by					
which information and documents relevant to the agenda items should be supplied to all board members.	Х				
4.4.3 - The opinions of board members that could not					
attend the meeting, but did submit their opinion in written	Х				
format, were presented to other members. 4.4.4 - Each member of the board has one vote.	X				
4.4.5 - The board has a charter/written internal rules					
defining the meeting procedures of the board.	Х				
4.4.6 - Board minutes document that all items on the agenda are discussed, and board resolutions include	,				
director's dissenting opinions if any.	Х				
					There is no limitation. It
4.4.7-There are limits to external commitments of board members. Shareholders are informed of board members'					was presented to the information of the
external commitments at the General Shareholders'			х		shareholders at the
Meeting.					General Assembly
					Meeting
4.5. BOARD COMMITTEES					
4.5.5 - Board members serve in only one of the Board's					Due to the number of our Board Members, one
committees.		Х			member is in more than
					one committee.
4.5.6 - Committees have invited persons to the meetings as deemed necessary to obtain their views.	х				
4.5.7 - If external consultancy services are used, the					No Counseling Service
independence of the provider is stated in the annual report.			Х		Has Been Received.
4.5.8 - Minutes of all committee meetings are kept and	Х				
reported to board members.					
4.6. FINANCIAL RIGHTS					
4.6.1-The board of directors has conducted a board performance evaluation to review whether it has			х		There is no performance
discharged all its responsibilities effectively.			^		evaluation.
4.6.4-The company did not extend any loans to its board					
directors or executives, nor extended their lending period or enhanced the amount of those loans, or improve					
conditions thereon, and did not extend loans under a	x				
personal credit title by third parties or provided guarantees					
such as surety in favour of them.					