

ANADOLU ISUZU OTOMOTİV SANAYİ VE TİCARET A.Ş.**SHAREHOLDERS**

1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	During the period, our Company held 1 online meeting with analysts.
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	None.
The number of special audit requests that were accepted at the General Shareholders' Meeting	None.
1.3. General Assembly	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	https://www.kap.org.tr/tr/Bildirim/1014244
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	Provided both in Turkish and English.
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	None.
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)	None.
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communique on Corporate Governance (II-17.1)	https://www.kap.org.tr/tr/Bildirim/1021547
The name of the section on the corporate website that demonstrates the donation policy of the company	Although the Company does not have a separate policy on donations and grants, this issue is regulated in detail in the articles of association. https://www.anadoluisuzu.com.tr/en/corporate-governance/articles-of-association
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	None.
The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	Article 16
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	The Ordinary General Assembly meeting held on April 22, 2022 was not attended by stakeholders or the media, except for Company officials.
1.4. Voting Rights	
Whether the shares of the company have differential voting rights	Hayır (No)
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	There are no voting privileges.
The percentage of ownership of the largest shareholder	55,40%
1.5. Minority Rights	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	Hayır (No)

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If yes, specify the relevant provision of the articles of association.	None.
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	https://www.anadoluisuzu.com.tr/en/corporate-governance/corporate-management-principles-policies
Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	The Board of Directors did not make any such proposal.
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	The Board of Directors did not make any such proposal.

General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
22.04.2022	0	0,33%	85,14%	Corporate Governance / General Assembly Meetings	Corporate Governance / General Assembly Meetings	12	0	https://www.kap.org.tr/tr/Bildirim/1023025

DISCLOSURE AND TRANSPARENCY

2.1. Corporate Website	
Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.	Corporate Governance & Investor Relations
If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the shares.	It is not available on our corporate website and is disclosed on PDP under General Information - Capital and Shareholding Structure.
List of languages for which the website is available	Turkish & English
2.2. Annual Report	
The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2.	
a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members	Corporate Governance / Section V: Board of Directors / 5.1. Structure and Composition of the Board of Directors and Corporate Governance - Annex:3
b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure	Corporate Governance / Section V: Board of Directors / 5.3. Number, Structure and Independence of the Committees Established within the Board of Directors

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c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings	Corporate Governance / Section V: Board of Directors / 5.2. Operating Principles of the Board of Directors
ç) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation	There are no legislative changes that may significantly affect the Company's operations.
d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof	Explained under the "Other Activities and Information" section of the annual report.
e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest	None.
f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross ownership subsidiaries that the direct contribution to the capital exceeds 5%	None.
g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results	Corporate Governance/4.4. Code of Ethics and Social Responsibility Corporate Governance/4.3 Human Resources Policy.

STAKEHOLDERS

3.1. Corporation's Policy on Stakeholders	
The name of the section on the corporate website that demonstrates the employee remedy or severance policy	None.
The number of definitive convictions the company was subject to in relation to breach of employee rights	None.
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	General Manager
The contact detail of the company alert mechanism	etik@isuzu.com.tr
3.2. Supporting the Participation of the Stakeholders in the Corporation's Management	
Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies	None.
Corporate bodies where employees are actually represented	Labor Union
3.3. Human Resources Policy	
The role of the board on developing and ensuring that the company has a succession plan for the key management positions	Appointments made within this framework are evaluated at the board level.
The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.	About Us / Human Resources Policy
Whether the company provides an employee stock ownership programme	Pay edindirme planı bulunmuyor (There isn't an employee stock ownership programme)

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The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resource policy.	About Us / Human Resources Policy
The number of definitive convictions the company is subject to in relation to health and safety measures	None.
3.5. Ethical Rules and Social Responsibility	
The name of the section on the corporate website that demonstrates the code of ethics	None.
The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues.	"There is no corporate social responsibility report. About Us / Environmental Policy; About Us / Social Responsibility; About Us / Business Continuity Policy; About Us / Business Continuity Policy; "
Any measures combating any kind of corruption including embezzlement and bribery	Our Company has an Ethics Committee chaired by the General Manager and periodic evaluation meetings are held.

BOARD OF DIRECTORS-I

4.2. Activity of the Board of Directors	
Date of the last board evaluation conducted	None.
Whether the board evaluation was externally facilitated	Hayır (No)
Whether all board members released from their duties at the GSM	Evet (Yes)
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	None.
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	4
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	Corporate Governance /5.4. Risk Management and Internal Control Mechanism
Name of the Chairman	Tuncay Özilhan
Name of the CEO	Yusuf Tuğrul Arıkan
If the CEO and Chair functions are combined: provide the link to the relevant PDP announcement providing the rationale for such combined roles	It is not the same person.
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	https://www.kap.org.tr/tr/Bildirim/989119
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	None.
The number and ratio of female directors within the Board of Directors	1 (%7,1)

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Board Members

Name-Surname	Title	Profession	The First Election Date To Board	Whether Executive Director or Not	Positions Held in the Company in the Last 5 Years	Current Positions Held Outside the Company	Whether the Director has at Least 5 Years' Experience on Audit, Accounting and/or Finance or not	Independent Board Member or not
TUNCAY ÖZİLHAN	Chairman of the Board	Business and administration professionals		Non-Executive	Yönetim Kurulu Üyeliği	AG Anadolu Grubu Holding A.Ş.'de Yönetim Kurulu Başkanlığı. Anadolu Grubu Şirketlerinde Yönetim Kurulu Başkanlığı. Başkan Vekilliği ve Üyeliği		Dependent Member
KAMİLHAN SÜLEYMAN YAZICI	Deputy Chairman of the Board	Business and administration professionals		Non-Executive	Yönetim Kurulu Üyeliği	AG Anadolu Grubu Holding A.Ş.'de Yönetim Kurulu Başkan Vekilliği, Anadolu Grubu Şirketlerinde Yönetim Kurulu Üyeliği		Dependent Member
TALİP ALTUĞ AKSOY	Member of the Board	Business and administration professionals	27.04.2023	Non-Executive	Yönetim Kurulu Üyeliği	Anadolu Grubu şirketlerinde Yönetim Kurulu Üyeliği		Dependent Member
MUSTAFA ALİ YAZICI	Member of the Board	Business and administration professionals	22.04.2022	Non-Executive	Yönetim Kurulu Üyeliği	Anadolu Grubu şirketlerinde Yönetim Kurulu Üyeliği	Yes	Dependent Member
AHMET BOYACIOĞLU	Member of the Board	Business and administration professionals	31.08.2023	Non-Executive	Anadolu Grubu Şirketlerinde Yönetim Kurulu Üyeliği			Dependent Member
RECEP YILMAZ ARGÜDEN	Member of the Board	Business and administration professionals	27.04.2023	Non-Executive	Yönetim Kurulu Üyesi	Anadolu Grubu Şirketlerinde Yönetim Kurulu Üyeliği; ARGE Danışmanlık ve Rothschild&Co Türkiye Yönetim Kurulu Başkanı; Argüden Yönetim Akademisi Mütevelli Heyet Başkanı;	Yes	Dependent Member
ÖZDEMİR OSMAN KURDAŞ	Member of the Board	Business and administration professionals	27.04.2023	Non-Executive	Yönetim Kurulu Üyesi	GSD A.Ş. CEO, Kamil Yazıcı Yönetim Ve Danışmanlık A.Ş. Yönetim Kurulu Üyeliği	No	Dependent Member
SEZAI TANRIVERDİ	Member of the Board	Business and administration professionals	11.08.2023	Non-Executive	Yönetim Kurulu Üyesi	Anadolu Grubu Şirketlerinde Yönetim Kurulu Üyeliği Kamil Yazıcı Yönetim ve Danışma A.Ş. Genel Müdürü, İstanbul Mülkiyeliler Vakfı ve 19 Mayıs Vakfı Yönetim Kurulu Üyesi	Yes	Dependent Member
AHMET MURAT SELEK	Member of the Board	Business and administration professionals		Non-Executive	Bağımsız Yönetim Kurulu Üyeliği	Itochu Corporation İstanbul Genel Müdür		Independent Member
ORHAN ÖZER	Member of the Board	Business and administration professionals		Non-Executive	Bağımsız Yönetim Kurulu Üyeliği	Selek Stratejik ve Kurumsal Yönetim Danışmanı		Independent Member
LALE DEVELİOĞLU	Member of the Board	Industrial Engineer	22.04.2022	Non-Executive		Yönetim Kurulu Üyesi-Kadın Derneği, Akxa Akriplik, Nobel ilaç	No	Independent Member
BARIŞ TAN	Member of the Board	Academician	22.04.2022	Non-Executive		Koç Üniversitesi - İşletme ve Endüstri Mühendisliği Öğretim Üyesi, Kyoto University Graduate School of Management - Danışma Kurulu Üyesi,	Yes	Independent Member
YUSUF KAMİL SONER	Member of the Board	Academician	22.04.2022	Non-Executive			No	Independent Member
REO SAWADA	Member of the Board	Business and administration professionals	6.08.2019	Non-Executive	Genel Müdür Danışmanı	Isuzu Motors Ltd. Yöneticilik		Dependent Member
TOMOYUKI YAMAGUCHI	Member of the Board	Business and administration professionals	11.08.2023	Non-Executive		Isuzu Motors Ltd. Yöneticilik		Dependent Member

BOARD OF DIRECTORS-II

4.4. Meeting Procedures of the Board of Directors	
Number of physical or electronic board meetings in the reporting period.	5
Director average attendance rate at board meetings	94%
Whether the board uses an electronic portal to support its work or not	Evet (Yes)
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	No written deadline has been set in this regard; however, the Company Management provides information and documents to the members within a reasonable period of time prior to the meetings and it is ensured that this period is at least 3 days.
The name of the section on the corporate website that demonstrates information about the board charter	Investor Relations / Corporate Governance / Articles of Association
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	None.
4.5. Board Committees	
Page numbers or section names of the annual report where information about the board committees are presented	Corporate Governance / Section V: Board of Directors / 5.3. Number, Structure and Independence of the Committees Established within the Board of Directors
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.org.tr/tr/Bildirim/367357 , https://www.kap.org.tr/tr/Bildirim/367358

Composition of Board Committees-I

Names Of The Board Committees	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Corpoate Governance Committee	Ahmet Murat SELEK	Yes	Board member
Corpoate Governance Committee	Mehmet Hurşit ZORLU	No	Board member
Corpoate Governance Committee	Lale DEVELİOĞLU	No	Board member
Corpoate Governance Committee	Recep Yılmaz ARGÜDEN	No	Board member
Corpoate Governance Committee	Neşet Fatih VURAL	No	Board member
Audit Committee	Ahmet Murat SELEK	Yes	Board member
Audit Committee	Orhan ÖZER	No	Board member
Committee of Early Detection of Risk	Orhan ÖZER	Yes	Board member
Committee of Early Detection of Risk	Talip Altuğ AKSOY	No	Board member
Committee of Early Detection of Risk	Bariş TAN	No	Board member

BOARD OF DIRECTORS-III

4.5. Board Committees-II	
Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report /Corporate Governance /Assessment on the Working Principles and Effectiveness of the Board Committees
Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report /Corporate Governance /Assessment on the Working Principles and Effectiveness of the Board Committees
Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance / Committees / Corporate Governance Committee Regulation
Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/website)	Annual Report /Corporate Governance /Assessment on the Working Principles and Effectiveness of the Board Committees
Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance / Committees / Corporate Governance Committee Regulation
4.6. Financial Rights	
Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)	The Chairman of the Board of Directors / Automotive Group President and General Manager's message is included in the annual report
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	Corporate Governance / Corporate Governance Policies
Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)	Financial Review / Notes to the Consolidated Financial Statements

Composition of Board Committees-II

Names Of The Board Committees	The Percentage Of Non-executive Directors	The Percentage Of Independent Directors In The Committee	The Number Of Meetings Held In Person	The Number Of Reports On Its Activities Submitted To The Board
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	100%	50%	4	4
Denetim Komitesi (Audit Committee)	100%	100%	4	4
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)	100%	67%	2	6