



# IC ENTERRA

Renewable Energy

## IC ENTERRA YENİLENEBİLİR ENERJİ ANONİM ŞİRKETİ

### EARLY DETECTION OF RISK COMMITTEE OPERATING PRINCIPLES

#### 1. ESTABLISHMENT AND PURPOSE

IC Enterra Renewable Energy Inc. ("Company") establishes the Early Detection of Risk Committee ("Committee") in accordance with the Capital Markets Law No. 6362 ("CML"), the Turkish Commercial Code No. 6102 ("TCC"), the Capital Markets Board ("CMB") Corporate Governance Communiqué (II-17.1), and the Corporate Governance Principles regulated therein and amended from time to time.

The Committee is established to fulfill its duties under the relevant legislation, specifically to identify early the risks that may threaten the Company's existence, development, and continuity; to take necessary measures regarding identified risks; and to manage those risks effectively.

#### 2. COMMITTEE STRUCTURE

The Committee must consist of at least two members. If there are only two members, both must be non-executive board members; if there are more than two members, the majority must be non-executive board members. The chairperson of the Committee is selected from among the independent board members. Experts who are not members of the board of directors may also serve as members of the Committee.

The CEO/general manager cannot be a member of the Committee. Preferably, a board member should not serve on more than one committee. The composition of the Committee is determined by the board of directors and disclosed on the Public Disclosure Platform (PDP).

#### 3. DUTIES AND RESPONSIBILITIES

Without prejudice to the provisions of the legislation, the Committee's duties and responsibilities regarding corporate governance include:

- Identifying all risks that may threaten the Company's existence, development, and continuity by evaluating their likelihood and impact,
- Establishing risk measurement models and risk management systems and reviewing their effectiveness at least once a year,

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- Providing information to the Board of Directors on risk measurement, monitoring, and use of risk factors in decision-making processes, and making necessary warnings,
- Providing recommendations to the Board of Directors to improve risk management practices and models,
- Carrying out the necessary work to ensure that risk management policies and practices are adopted and implemented by all Company units and employees.

#### 4. SUB-WORKING GROUPS

To ensure the efficiency of the Committee's work, sub-working groups composed of individuals with sufficient experience and knowledge may be formed from among Committee members and/or externally. However, board approval is required before these sub-groups commence their duties.

#### 5. MEETINGS

The Committee convenes as often as needed but at least four times a year, with a minimum of one meeting every three months. Meeting outcomes are documented and submitted to the Board of Directors. The Committee's decisions are advisory, and the final authority on related matters rests with the Board of Directors.

The Committee ensures that the Board of Directors is informed on matters within its authority and responsibility.

The quorum for meetings and decision-making is the absolute majority of the total number of Committee members. Meetings may be held at the Company's headquarters or another accessible location.

#### 6. REPORTING PROCEDURES

The Committee's decisions are kept in a decision book maintained for the Committee. Meeting minutes must include the location, date, agenda, and attendees. Issues discussed must be clearly stated and, if applicable, presented with annexes to the Board of Directors. The Corporate Secretariat is responsible for preparing and storing the reports/decisions.

#### 7. ENFORCEMENT AND AMENDMENTS

These operating principles are approved and enacted by the Board of Directors. Any proposed changes to these principles must be submitted by the Committee to the Board of Directors. Proposed changes are reviewed during the next board meeting. Revisions and updates to these operating principles are at the discretion of the Board of Directors.

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