

## **WORKING PRINCIPLES OF VERUSA HOLDİNG A.Ş. RISK MANAGEMENT COMMITTEE**

The Committee for Early Detection of Risk is established under our Company's Board of Directors within the scope of provisions of Turkish Commercial Code and Capital Markets Board Corporate Governance Principles.

### **1. OBJECTIVES AND SCOPE**

The purpose of the Committee for Early Detection of Risk established under the Board of Directors of Verusa Holding is early diagnosis of the risks that would endanger the existence, development and continuity of the Company, implementing the measures and remedies required in this respect, and to manage and report these risks in parallel with the company's corporate risk-taking profile, to apply necessary precautions relevant to recognized risks, to consider those in decision-making and to make suggestions to the board about developing and integrating internal control systems

### **2. ORGANIZATION**

The committee is comprised of at least two members elected by and amongst the Board of Directors. The committee members shall not be in charge of execution for the company.

### **3. TASKS, AUTHORITY AND RESPONSIBILITIES**

To identify, analyze, measure, follow up, and cooperate with internal audit and internal control units on the areas that may constitute managerial risk for the Company operations; to warn and assist the Board of Directors about the determination of these and to make suggestions related to the removal of deficiencies, to review the risk management systems at least once a year are the main tasks of the Committee.

The Committee creates and follows up the implementation of the effective internal control systems to identify and manage the risk factors and reports the Board of Directors within the scope of compliance principles.

The Committee acts within its own power and responsibilities and makes recommendations to the Board of Directors; however, the responsibility of the final decisions lies with the Board of Directors.

### **4. EFFECTIVENESS**

The working principles of the Corporate Governance Committee have been approved with the decision of the Board of Directors on February 06, 2014.