

## **BESLER GIDA VE KİMYA SANAYİ VE TİCARET ANONİM ŞİRKETİ**

### **PUBLIC DISCLOSURE POLICY**

#### **I- Objective and Scope**

Under this Public Disclosure Policy, Besler Gıda ve Kimya Sanayi ve Ticaret Anonim Şirketi (“Company”) carries out its public disclosure responsibilities, in full and timely, in accordance with provisions of Capital Market Legislation, Corporate Governance Principles and its Articles of Associations.

The objective of Public Disclosure Policy is to ensure a full, fair, timely, intelligible, cost-effective active and transparent communication, accessible in equal conditions all beneficiaries including shareholders, investors, personnel and customers in compliance with the applicable rules, laws and regulations.

However, Company may refrain from publicly disclosing information considered as business secret and certain confidential information within the frame of legislative principles in the cases where its legitimate interests may become under jeopardy pursuant to applicable legislation.

This Public Disclosure Policy applies to entire personnel of the Company.

#### **II- Authority and Responsibility**

Public Disclosure Policy of our Company is created and implemented under the authority of Board of Directors. Board of Directors reserves right to make amendments to this policy, from time to time, as required by the applicable legislation. Public Disclosure policy and amendments to this policy shall be approved by Board of Directors which will then be published on the website of Company.

The implementation, development and monitoring of the Public Disclosure Policy is under responsibility of Board of Directors.

Overseeing and monitoring any kind of issues relating to public disclosure is under responsibility of the managers in charge of financial management and reporting as well as Investor Relations Department. Said authorized persons carry out this task in close cooperation with Corporate Governance Committee, Supervisory Committee and Board of Directors.

### **III- Disclosure Methods and Means**

Following is a list of disclosure methods and means used by our Company for the purposes of this policy.

- Special circumstances disclosures
- Periodically published financial statement, independent auditor's report, statements, and annual and interim activity reports
- Our Company's Website ([www.besler.com.tr](http://www.besler.com.tr))
- Notices and announcement published on the Trade Registry Journal
- Communication means such as phone, e-mail, fax
- Statements made via print and visual media
- Statements made to data distributors such as Reuters, Foreks, Bloomberg
- Information face-to-face meetings or teleconferences with investors, analysts.

### **IV- Principles for presentations and reports shared at the information meetings or press conferences**

Information requests delivered by shareholders, investors and analysts to the Company is responded by Investor Relations Department in writing, verbally or information meetings by observing the accuracy, completeness and equality principles within the frame of the publicly disclosed information.

Public disclosure of the special circumstances including evaluations relating to the future, can also be made via press-media outlets, press conference and/or press releases or other communication means. Disclosure is also published on the KAP as well as website of the Company before or simultaneously with these announcements.

Company officers may, from time to time, attend local and international conferences or meetings to share information with investors and analysts. Presentations used in these meetings may also be published on the website of Company.

**V- Principles of following-up the news and rumors about Company circulated on the media-press outlets or websites, and making statements on them**

Company follows up the news and rumors circulated on the local or international press-media outlets or other communication channels via local contract data distributors as well as via its relevant department, and in case of news made publicly available for the first time, or news or rumors that are different than those made publicly available, Company evaluates its effects on the value and price of its stakes, or investment decisions of the investors in the scope of company's internal regulations, and if finds it necessary, makes public disclosure on whether these reflects truth or are adequate, even if postponement decision is held, in line with the principles defined by capital market legislation.

Company has the discretion to make a statement on the news and rumors circulated around pressmedia outlets but not requiring special circumstances statement. These statements can be in the form of written or verbal communication with press-media, as well as publicly made available via Company's website ([www.besler.com.tr](http://www.besler.com.tr)).

Company is not under obligation to make public disclosure on the sufficiency and/or accuracy of the comments, analysis, evaluation and forecasts based on the information made publicly available via press-media outlets and other communication channels.

**VI- Measures to maintain confidentiality of the special circumstances disclosure**

The period from the last day of account period for which a particular financial statements and reports as well as independent auditor's reports are prepared until the public disclosure of said statements and reports in accordance with the legislation is called as "Silent Period". Throughout the Silent Period, Company's officers may not comment about activities, financial performance or financial situation of the Company, except for the information already made publicly available, and may not answer the questions directed by capital market participants such as analyst or investors, however, this does not prevent Company's officer from attending the conference, panel and/or seminary.

Company managers, and their spouses, children or co-habitants may not carry out any transaction involving company's shares or capital market instruments based on these shares within the period from the last day of the account period for which a particular semi-annual and annual financial statements and independent auditor's report are prepared until the public disclosure of said statements and reports in accordance with the legislation. This ban also includes the managers of

the company's subsidiaries and affiliates as well as the persons who has inside information or constant information in their possession by virtue of being a shareholder of Company's subsidiaries and affiliates.

Company may postpone public disclosure of the inside information for the sake of preventing damages on its legitimate interest provided that this shall not mislead the investors and he will be able to ensure confidentiality of these information. In these cases, Company shall take any measures to ensure confidentiality of inside information pursuant to capital market legislation.

Company makes his managers and personnel knowledgeable via internal trainings about the legal obligations and responsibilities relating to the inside information and sanctions in case of misappropriation or disclosure of these information. In addition, these matters are included in the Company's Code of Conduct. Company takes necessary measures to prevent persons and third party service providers except for those named in inside information access permission list from accessing these information, which can be in the form of non-disclosure commitment and/or similar methods.

People having an access to the inside information are made aware, in writing against their signature, about sanctions in case of misappropriation or disclosure of these information so that they accept their legislative obligations and responsibilities relating to the inside information.

## **VII- Principles of determining persons with administrative responsibility**

Capital Market Legislation defines "Persons with Administrative Responsibility" as the board members of a Company, and/or persons, other than board member, who have regular, direct or indirect, access to the inside information of a Company and have power to make administrative decisions that influence the future development and commercial goals of the Company.

In our Company, Persons with Administrative Responsibility are defined as the Chairman, CEO and Executive Members, Board Members, Finance Manager, and other personnel who are granted first degree signature authority in the Company's signatory circular.

## **VIII- Principles of disclosing evaluations regarding the future**

The evaluations which contain future plans and forecasts in the nature of inside information, or giving investors an idea about future activities and financial situation and performance of the issuer may be made publicly available with the resolution of Board of Director for the relevant purpose.

Future evaluations shall be based on the reasonable assumptions and predictions and in case of a deviation due to the unforeseen and developments, if there is material difference between previous public disclosure and the actual condition, then a public statement will be published also specifying the reasons of such differences. A special attention is paid on that the statements on expectations as made by managers having authority to make public disclosure do not include the company activities and strategies that have not yet been decided by Board of Directors.

Future evaluations may be made via special circumstances statements, or by persons to be authorized with a Resolution of Board of Directors via press-media outlets, press conferences and/or press releases, local and international conferences or meetings or other communication channels, in accordance with the principles defined by capital market legislation.

All questions relating to the implementation principles and procedures of this policy should be directed to Investor Relations Department.