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KAMUYU AYDINLATMA PLATFORMU

AKSİGORTA A.Ş.
Corporate Governance Information Form
2023 - Annual Notification

Summary

Corporate Governance Information Form 2023

MERKEZİ KAYIT İSTANBUL

1. SHAREHOLDERS

Related Companies []

Related Funds []

1. SHAREHOLDERS	
1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	Participated in the investor day of 2023 year and 45 institutional investors/analysts were interviewed
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	Special auditor was not requested.
The number of special audit requests that were accepted at the General Shareholders' Meeting	Special auditor was not requested.
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/1126743
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	No
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	There was no such operation.
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)	There was no such operation.
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)	There was no such operation.
The name of the section on the corporate website that demonstrates the donation policy of the company	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/donation-and-aid-policy
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	https://www.kap.org.tr/tr/Bildirim/1126743
The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	Articles of Association Article 20-25 https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/articles-of-incorporation

Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	The Members of the Board of Directors, Shareholders and representatives, The Company Auditor and personnels who have responsibilities for General Assembly took part in the General Assembly Meeting.
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.	None
The percentage of ownership of the largest shareholder	% 36
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)
If yes, specify the relevant provision of the articles of association.	Irrelevant
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/dividend-policy
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.	Dividend distribution was not made. https://www.aksigorta.com.tr/yatirimci-iliskileri/kurumsal-kimlik-ve-yonetim/genel-kurul/genel-kurul-aciklamalari Aksigorta A.Ş. Olağan Genel Kurul Toplantı Tutanağı -No 6
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	Dividend distribution was not made. https://www.kap.org.tr/tr/Bildirim/1126743

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	Shareholder participation rate to 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
21/03/2023	0	% 73,61	% 0	% 73,61	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/general-assembly/general-assembly-disclosures	"https://www.aksigorta.com.tr/yatirimci-iliskileri/kurumsal-kimlik-ve-yonetim/genel-kurul/genel-kurul-aciklamalari Aksigorta A.Ş. Olağan Genel Kurul Soru ve Cevap"	-	189	https://www.kap.org.tr/tr/Bildirim/1126743

2. DISCLOSURE AND TRANSPARENCY

2. 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.	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/corporate-governance-report
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.	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/equity-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 Board of Directors
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 Corporate Governance and Sustainability Principles Compliance Report
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 Corporate Governance and Sustainability Principles Compliance Report
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	Financial Information and Risk Management Section Notable Changes in Regulations – 2023
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	Corporate Governance Section Corporate Governance and Sustainability Principles Compliance 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	There is not a conflict of interest.
	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%	In this context, there is no mutual participation.
	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 Section Corporate Governance and Sustainability Principles Compliance Report

3. STAKEHOLDERS

3. 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	There is no finalized case against The Company.
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	Assistant General Manager of Human Resources
The contact detail of the company alert mechanism	etik@sabanci.com
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	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/corporate-governance-report
Corporate bodies where employees are actually represented	Annual Report / HR and Sustainability / Annual Report / Corporate Governance / Stakeholders
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	The Corporate Governance Committee oversees the backup efforts for key executive positions.
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.	https://www.aksigorta.com.tr/en/investor-relations/financial-statements-and-presentations/annual-reports
Whether the company provides an employee stock ownership programme	Pay edindirme planı bulunmuyor (There isn't an employee stock ownership programme)
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.	Our Responsibilities Towards Our Employees" and "Establishing and Preserving a Fair Working Environment Policy" in our Ethic rules
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	
	https://www.aksigorta.com.tr/en/investor-relations/

The name of the section on the corporate website that demonstrates the code of ethics	corporate-governance/ corporate-governance/ ethical-principles
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.	"https://www.aksigorta.com.tr/en/ investor-relations/ financial-statements-and-presentations /annual-reports https:// www.aksigorta.com.tr/en/ investor-relations/sustainability/ sustainability-reports"
Any measures combating any kind of corruption including embezzlement and bribery	Activities and measures are taken under the laws regarding Internal Control, Internal Audit, Compliance with Legislation, Early Detection of Risk , Prevention of Money Laundering, and Protection of Personal Data

4. BOARD OF DIRECTORS-I

4. BOARD OF DIRECTORS-I	
4.2. Activity of the Board of Directors	
Date of the last board evaluation conducted	-
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	UĞUR GÜLEN - Board Member and CEO
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	Financial Information and Risk Management Section Risks and Assessment by the Management Body
Name of the Chairman	HALUK DİNÇER
Name of the CEO	UĞUR GÜLEN
If the CEO and Chair functions are combined: provide the link to the relevant PDP annoucement providing the rationale for such combined roles	Unrelated because he 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	Under 25% of The Company's capital, The Company has executive liability insurance, but no KAP notification has been made.
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/donation-and-aid-policy
The number and ratio of female directors within the Board of Directors	3- 30%

Composition of Board of Directors

				Link To PDP Notification	Whether the Independent		

Name, Surname of Board Member	Whether Executive Director Or Not	Whether Independent Director Or Not	The First Election Date To Board	That Includes The Independency Declaration	Director Considered By The Nomination Committee	Whether She/He is the Director Who Ceased to Satisfy The Independence or Not	Whether The Director Has At Least 5 Years' Experience On Audit, Accounting And/Or Finance Or Not
HALUK DİNÇER	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	29/07/2011		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
ANTONIO CANO Y. BOSQUE	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	01/07/2021		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
EMMANUEL VAN GRIMBERGEN	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	23/01/2019		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
HANS PLETINCKX	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	29/03/2022		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
ERKAN ŞAHİNLER	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	10/02/2022		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
SEVAL KOR	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	29/03/2022		İlgisiz (Not applicable)	İlgisiz (Not applicable)	Evet (Yes)
HÜSEYİN GÜRER	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	16/03/2021	https://www.kap.org.tr/tr/Bildirim/909787	Değerlendirildi (Considered)	Evet (Yes)	Evet (Yes)
HATİCE BURCU CİVELEK YÜCE	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	07/01/2022		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
LÜTFİYE YEŞİM UÇTUM	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	24/10/2018	https://www.kap.org.tr/tr/Bildirim/909787	Değerlendirildi (Considered)	Evet (Yes)	Evet (Yes)
UĞUR GÜLEN	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	01/05/2009		İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)

4. BOARD OF DIRECTORS-II

4. BOARD OF DIRECTORS-II	
4.4. Meeting Procedures of the Board of Directors	
Number of physical or electronic board meetings in the reporting period	4
Director average attendance rate at board meetings	% 90
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	5 Days
The name of the section on the corporate website that demonstrates information about the board charter	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/articles-of-incorporation
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 Corporate Governance and Sustainability Principles Compliance Report
Link(s) to the PDP announcement(s) with the board committee charters	The committee has working principles, but KAP notification has not been made.

Composition of Board Committees-I

Names Of The Board Committees	Name Of Committees Defined As " Other" In The First Column	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Denetim Komitesi (Audit Committee)		HÜSEYİN GÜRER	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Denetim Komitesi (Audit Committee)		LÜTFİYE YEŞİM UÇTUM	Hayır (No)	Yönetim kurulu üyesi (Board member)

Kurumsal Yönetim Komitesi (Corporate Governance Committee)		LÜTFİYE YEŞİM UÇTUM	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		EMMANUEL VAN GRİMBERGEN	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		BURAK YÜZGÜL	Hayır (No)	Yönetim kurulu üyesi değil (Not board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		OSMAN AKKOCA	Hayır (No)	Yönetim kurulu üyesi değil (Not board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		LÜTFİYE YEŞİM UÇTUM	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		EMMANUEL VAN GRİMBERGEN	Hayır (No)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		HÜSEYİN GÜRER	Hayır (No)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		AYŞE SİBEL ÖZTEP OYMACI	Hayır (No)	Yönetim kurulu üyesi (Board member)

4. BOARD OF DIRECTORS-III

4. 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)	Corporate Governance Section Corporate Governance and Sustainability Principles Compliance Report
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)	Corporate Governance Section Corporate Governance and Sustainability Principles Compliance Report
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 Section Corporate Governance and Sustainability Principles Compliance Report
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)	Corporate Governance Section Corporate Governance and Sustainability Principles Compliance Report
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 Section Corporate Governance and Sustainability Principles Compliance Report
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)	Corporate Governance Section Corporate Governance and Sustainability Principles Compliance Report
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	https://www.aksigorta.com.tr/en/investor-relations/corporate-governance/corporate-governance/esg-measurements-partnerships
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 Information and Risk Management Section Non Consolidated Financial Statements and Independent Auditor’s Report

Composition of Board Committees-II

Names Of The Board Committees	Name of committees defined as "Other" in the first column	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
Denetim Komitesi (Audit Committee)		% 0	% 100	4	4
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		% 50	% 25	2	2
Aday Gösterme Komitesi (Nomination Committee)		% 50	% 25	2	2
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		% 0	% 50	6	6
Ücret Komitesi (Remuneration Committee)		% 50	% 25	2	2