

Document	Name	SUSTAINABILITY COMMITTEE IPP	
	Type	IMPLEMENTING PROCEDURES AND PRINCIPLES	
	Code	29.UUE.01	
	Approval Date	23/12/2015	
	Revision Date	-	
	Revision Number	-	
	Prepared by	RESEARCH AND BUSINESS DEVELOPMENT DEPARTMENT	
	Approved by	CEO	



BORSA İSTANBUL A.Ş.

**SUSTAINABILITY COMMITTEE
IMPLEMENTING PROCEDURES
AND PRINCIPLES**

İSTANBUL – 2015

TABLE OF CONTENTS

1. Purpose, Scope and Ground	3
1.1 Purpose and Scope	3
1.2 Ground	3
2. Definitions and Abbreviations	3
3. Formation of the Committee and Its Structure	3
4. Working Procedures and Principles of the Committee	4
5. Duties And Responsibilities of the Committee	4
6. Miscellaneous and Final Provisions	5
6.1 Execution	5
6.2 Effective Date	5

1. Purpose, Scope and Ground

1.1 Purpose and Scope

This Implementing Procedures and Principles document covers working procedures and principles of the Borsa İstanbul A.Ş. Sustainability Committee.

1.2 Ground

This Implementing Procedures and Principles document is issued upon the decision of the Borsa İstanbul A.Ş. Board of Directors in the meeting no. 2015/41 dated 07/12/2015 and its Appendix on Borsa İstanbul A.Ş. Sustainability Committee Duties and Responsibilities, which envisages the establishment of a Sustainability Committee operating under the CEO in order to implement sustainability in an integrated and effective manner, to monitor sustainability strategy and performance and to conduct works and studies to integrate sustainability into decision making mechanisms and business models in Borsa İstanbul

2. Definitions and Abbreviations

For the purposes and in the context of this Implementing Procedures and Principles document, following definitions and abbreviations shall apply;

Board of Directors: Board of Directors of Borsa İstanbul A.Ş.

CEO: The CEO of Borsa İstanbul A.Ş.,

Committee: Borsa İstanbul A.Ş. Sustainability Committee,

Exchange, Borsa İstanbul or the Company: Borsa İstanbul A.Ş.,

EVP: Executive Vice President / Executive Vice Presidents of Borsa İstanbul A.Ş.,

IPP: Borsa İstanbul A.Ş. Sustainability Committee Implementing Procedures and Principles.

3. Formation of the Committee and Its Structure

The Committee consists of Borsa İstanbul Deputy Chief Audit Executive and Heads of Borsa İstanbul System Administration Group, Borsa İstanbul Research and Business Development Department, Borsa İstanbul Support Services Department, Borsa İstanbul Compliance Department, Borsa İstanbul Marketing and Sales Department, Borsa İstanbul Strategic Planning and Investor Relations Department, Borsa İstanbul Human Resources Department or one person appointed by each of them and an EVP assigned by the CEO to chair the Committee,

Borsa İstanbul Research and Business Development Department acts as Committee Secretariat.

4. Working Procedures and Principles of the Committee

- The Committee meets regularly at the Company Headquarters when required but at least once in three months. The Committee may also meet upon the call of the Committee Chair. The meeting agenda is determined by the Committee Chair. A new item may be added to agenda at the request of the majority of the Committee members. The Committee may invite Company managers or specialists to its meetings and take their opinions if deemed necessary.
- Committee may only meet with the majority of its members. Decisions are taken with the majority of the votes of members present at the meeting. In the event of an equality of votes, the Committee Chair shall have a casting vote.
- Subject to compliance with the rules on the quorum for meetings and decisions, Committee meetings may be conducted via any technological method of remote access.
- Committee Secretariat prepares Decision minutes. They are signed by Committee members and are archived by Committee Secretariat. The decisions that are required to be approved by the CEO or the Board of Directors are submitted to the CEO to be presented to the Board of Directors if necessary.
- The Committee may appoint one or more Committee members or Borsa İstanbul employees to be responsible for specific subjects.
- Committee members who are unable to attend Committee meetings notify Committee Secretariat by e-mail about their excuse before the meeting, otherwise these are considered as unexcused absences.

5. Duties and Responsibilities of the Committee

The Committee fulfils the following duties and responsibilities:

- Preparing Borsa İstanbul's "sustainability strategy and policy draft" to be proposed to the Board of Directors,
- Preparing the "sustainability objectives and roadmap draft" in line with the approved strategy and policy to be proposed to the Board of Directors,
- Supervising communication and the provision of training on sustainability strategies, policy and targets to all stakeholders, as well as auditing the execution of all necessary procedures, practices and studies, and reporting all relevant data to be presented to the Board of Directors,
- Providing examples on sustainable product and service alternatives through examining the environmental and social impacts as well as the value-creating potential of Borsa İstanbul's products and services, and
- Providing recommendations to the Board of Directors on reviewing the sustainability strategy, policy, and targets and supervising the updates.

6. Miscellaneous and Final Provisions

6.1 Execution

The provisions of this IPP document are enforced and executed by the CEO.

6.2 Effective Date

This IPP document becomes effective at the date of its publication.