



MLP Sağlık Hizmetleri A.Ş.

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MLP Sağlık Hizmetleri A.Ş.

Board of Director

Early Detection of Risks Committee Charter

This Charter is accepted by the Board of Directors' meeting dated January 15, 2018 amended April 30, 2021 and 2021/23 numbered decision.

MLP SAĞLIK HİZMETLERİ A.Ş.
EARLY DETECTION OF RISKS COMMITTEE CHARTER

Article 1: Scope and Legal Basis

These principles of operation set forth the scope of duties and the Charter (“**Charter** or **Principles of Operation**”) of the Committee of Early Detection of Risks of the Board of Directors (“**Committee**”) of MLP Sağlık Hizmetleri A.Ş. (the “**Company**”). The Committee has been established upon the resolution of the Company's Board of Directors (the “**Board of Directors**”) dated January 15, 2018 and numbered 3 in accordance with the provisions of the Capital Markets Law No. 6362, the Turkish Commercial Code No. 6102, the regulations of the Capital Markets Board of the Prime Ministry of the Republic of Turkey (the “**CMB**”), including the “Corporate Governance Communiqué” No. II-17.1 (the “**Communiqué**”) and the corporate governance principles attached thereto, and the provisions of the Company's Articles of Association.

Article 2: Definitions

Within the scope of this . Early Detection of Risks Charter, the following definitions apply;

Committee: Early Detection of Risks Committee of MLP Sağlık Hizmetleri A.Ş. Board of Directors.

Corporate Governance Principles: Attached to the Communiqué is the integrity of the principles that the listed companies will take as a basis while determining their corporate governance structure and processes.

CMB: Capital Markets Board of Turkey

Company: MLP Sağlık Hizmetleri A.Ş.

Communiqué: Corporate Governance Communiqué No: No: II-17.1 of the Capital Markets Board published in the Official Gazette No: 28871 on 1/3/2014.

Board of Directors: Board of Directors of MLP Sağlık Hizmetleri A.Ş.

Article 3: Purpose

The Committee assists the Board of Directors in the formation of a committee of experts for identifying the risks that might jeopardize the existence, improvement and continuation of the Company in a timely manner, implementation of the appropriate risk management strategies and risk management, and also performs other duties imposed on it under the applicable legislation.

In this regard, the Committee is in charge of the following:

- Identifying the existing and potential operational, strategic, and other risks and making recommendations for taking measures against such risks;
- Making recommendations for the establishment of risk management systems aimed at forming the organizational infrastructure within the Company and increasing the functionality of such systems;
- Recommending solutions against the risks relating to the Board of Directors and the audit committee.

Article 4: Structure of the Committee

Committee shall be established in accordance with the provisions of Turkish Commercial Code, “the Corporate Governance Principles” published by the Capital Markets Board and the articles of association of the Company.

- The Committee consists of two members. Majority of the Committee members should be elected among the non-executive Board members. Chairman of the Committee should be elected from the independent Board members.
- The chairman of the Committee shall be elected by the Board of Directors amongst the independent board members.
- Committee members are determined most lately by the Board of Directors at the first Board of Directors meeting following the company's ordinary general assembly meeting each year. Committee members whose term of office has expired may be reassigned.
- Provided that the majority of the members comprises of the members of the Board of Directors, specialists who are not a member of the Board of Directors may be appointed to the Committee.
- The Committee may receive guidance from independent experts on the subjects necessary for its operations. In such a case, the fee for the consultancy services required by the Committee shall be paid for by the Company.
- Chief Executive Officer/General Manager of the Company shall not have a duty in the Committee.
- The Committee may invite executives of the Company to the meetings who are deemed to be necessary to obtain their views.
- All of the resources and support necessary for the Committee's execution of its tasks are provided by the Board of Directors.

Article 5: Duties and Authorities of the Committee

Provided that the final decision shall always be resolved by the Board of Directors; the Committee shall;

- To define, evaluate and monitor the existing and potential risk factors that may affect the achievement of the company's objectives within the framework of the corporate risk management systematic, and to determine the principles for the management of the relevant risks in accordance with the risk taking profile of the Company and ensure that they are used in decision mechanisms.
- To determine the risks that will be kept and managed, shared or completely eliminated in the Company, according to probability and impact calculations.
- To present an opinion to the Board of Directors in order to establish internal control systems, including the processes of risk management and information systems, which can minimize the effects of risks that may affect the Company's stakeholders, especially the shareholders.
- To ensure the integration of risk management and internal control systems into the corporate structure of the Company.
- To review the risk management systems at least once a year and to supervise the implementation of the practices in the relevant departments that take responsibility for the management of risks, in accordance with the committee decisions.
- To detect technical bankruptcy early and to warn the Board of Directors on this matter, to develop suggestions regarding the measures to be taken.
- Submits a risk assessment report to the Board of Directors every two months where it evaluates the risks the Company is exposed to, spots the relevant risks and proposes precautions and remedies therefor. The Committee sends a copy of the said report to the Independent Auditing Firm, as well.
- Present the information on their work and the reports comprising the meeting results to the Board of Directors in the first upcoming meeting of the Board of Directors following the relevant Committee meeting.
- periodically review and reassess the adequacy of the Working Principles of the Corporate Governance Committee and recommend any proposed changes to the Board of Directors for approval.

Article 6: Committee Meetings

- The Committee shall convene at the frequency required by the duties assigned to it, but in any event at least six times per year.
- The Committee shall convene at the Company's headquarters or at another location where is easily accessible by the Committee members.
- The Chairman of the Committee may change the meeting date, time, and location by informing the Committee members in advance.
- Committee meetings shall be timed to coincide with the Board meetings to the extent possible.
- The Chairman shall invite the Committee members via the secretary of the Board of Directors.

- Meeting and decision quorum is the absolute majority of the total number of Committee members. If the committee consists of two members, both members must be present for both the meeting and the decision.. If unanimity cannot be established, the decision of the Board of Directors is applied.
- The decisions of the Committee are advisory to the Board of Directors and the Board of Directors is the final decision maker on the relevant matters.

Article 7: Secretariat

- Secretarial works of the Committee shall be performed by the secretary of the Board of Directors.
- Decisions of the Committee shall be kept in a minute book.
- Meeting minutes shall include at least the following items:
 - Date of the Meeting
 - Agenda
 - Information about the topics discussed in the meeting
 - Decisions resolved.
- The secretary of the Board of Directors is responsible for preparing and keeping meeting minutes.
- The minutes shall be achieved following submission to the Committee members.

Article 8: Enforcement

This document with regard to the working principles of the Committee and the any amendments thereto shall enter into force by the resolution of the Board of Directors. Updating such working principles is under the authority of the Board of Directors.

This working principles of MLP Sağlık Hizmetleri A.Ş. Early Detection of Risks Committee has been approved and entered into force by the resolution of the Board Of Directors dated 30.04.2021 and numbered 2021/23.