

KAMUYU AYDINLATMA PLATFORMU

TÜRK TELEKOMÜNİKASYON A.Ş. Corporate Governance Compliance Report 2018 - Annual Notification

Summary Info

2018 Corporate Governance Compliance Report





Corporate Governance Compliance Report

Related Companies []

Related Funds

		Company Compliance Status			Evolonation	
	Yes	Partial	No	Exempted	Not Applicable	Explanation
prporate Governance Compliance Report						
1.1. FACILITATING THE EXERCISE OF SHAREHOLDER RIGHTS						
1.1.2- Up-to-date information and disclosures which may affect the exercise of shareholder rights are available to investors at the corporate website.	Х					
1.2. RIGHT TO OBTAIN AND REVIEW INFORMATION						
1.2.1 - Management did not enter into any transaction that would complicate the conduct of special audit.	Х					
1.3. GENERAL ASSEMBLY						
 1.3.2 - The company ensures the clarity of the General Assembly agenda, and that an item on the agenda does not cover multiple topics. 	х					
1.3.7- Insiders with privileged information have informed the board of directors about transactions conducted on their behalf within the scope of the company's activities in order for these transactions to be presented at the General Shareholders' Meeting.					Х	
1.3.8 - Members of the board of directors who are concerned with specific agenda items, auditors, and other related persons, as well as the officers who are responsible for the preparation of the financial statements were present at the General Shareholders' Meeting.	х					
1.3.10 - The agenda of the General Shareholders' Meeting included a separate item detailing the amounts and beneficiaries of all donations and contributions.		X				This issue constitutes separate item of the agenda of the Genera Assembly Meeting; however, as there are many donations and beneficiaries, a summinformation is provide
1.3.11 - The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.					X	There was no participation reques the General Assembl Meeting by the medi- fiscal year 2018
1.4. VOTING RIGHTS						
1.4.1 - There is no restriction preventing shareholders from	X					
exercising their shareholder rights. 1.4.2 - The company does not have shares that carry privileged voting rights.		X				There is no privileged voting rights. Group B) and (C) shareholds has been granted the privilege to nominate candidates to the Bo of Directors in Article the Company's Article Association.
1.4.3-The company withholds from exercising its voting rights at the General Shareholders' Meeting of any company with which it has cross-ownership, in case such cross-ownership provides management control.					X	
1.5. MINORITY RIGHTS						
1.5.1 - The company pays maximum diligence to the exercise of minority rights.	X					
1.5.2 - The Articles of Association extend the use of minority rights to those who own less than one twenthieth of the outstanding shares, and expand the scope of the minority rights.			x			There is no provision the Articles of Associto be granted minori rights to shareholder who have less than of twentieth of the capit At the same time, attention is paid to the use of minority rights within the scope of T and CMB regulations

1.6. DIVIDEND RIGHT		
1.6.1 - The dividend policy approved by the General		
Shareholders' Meeting is posted on the company website. 1.6.2 - The dividend distribution policy comprises the		
minimum information to ensure that the shareholders can have an opinion on the procedure and principles of		
dividend distributions in the future.		
1.6.3 - The reasons for retaining earnings, and their allocations, are stated in the relevant agenda item.		
1.6.4 - The board reviewed whether the dividend policy balances the benefits of the shareholders and those of the		
company.		
1.7. TRANSFER OF SHARES		
1.7.1 - There are no restrictions preventing shares from being transferred.	refi hel Fin acc Tel Lav pre of t Ass Co Tür Gro sol Art Co Ass the Gro to A So tra sha ma and tra tra tra led per affi Gro	oup C Privileged Share fers to 1 Group C share ld by Ministry of nance and Treasury in cordance with legraph and Telephone w No.406. Without ejudice to Article 6 / A the Articles of sociation of the ampany, All shares of rk Telekom except C oup 1 share may be ld. In accordance with ticle 6/A.2. of the ampany's Articles of sociate, transfer of the ares of Group A areholder is subject to e veto right of the oup C share. According Article 6 / A of the ampany's Articles of sociation, the transfer ansaction of registered ares which affects the anagement control, d registiration ansaction of such ansfer to the share dger shall not be rformed without the firmative vote of the C oup Privileged areholder.
2.1. CORPORATE WEBSITE		
2.1.1 The company website includes all elements listed in Corporate Governance Principle 2.1.1.		
2.1.2 - The shareholding structure (names, privileges, number and ratio of shares, and beneficial owners of more than 5% of the issued share capital) is updated on the website at least every 6 months.		
2.1.4 - The company website is prepared in other selected foreign languages, in a way to present exactly the same information with the Turkish content.		
2.2. ANNUAL REPORT		
2.2.1 - The board of directors ensures that the annual report represents a true and complete view of the company's activities.		
2.2.2 - The annual report includes all elements listed in Corporate Governance Principle 2.2.2.		
3.1. CORPORATION'S POLICY ON STAKEHOLDERS		
3.1.1- The rights of the stakeholders are protected pursuant to the relevant regulations, contracts and within the framework of bona fides principles.		
3.1.3 - Policies or procedures addressing stakeholders' rights are published on the company's website.		
3.1.4 - A whistleblowing programme is in place for reporting legal and ethical issues.		
3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner.		
3.2. SUPPORTING THE PARTICIPATION OF THE STAKEHOLDERS IN THE CORPORATION'S MANAGEMENT		
CORPORATION S MANAGEMENT	dire top par em ma	ere are internal rectives about this pic. Models for rticipation of company nployees in anagement such as ccupational Health and

3.3.2 - Survey/other research techniques, consultation, interview, observation method to observation of the care very conducted to obtain opinions from stakeholders on decisions that significantly effect ethem. 3.3.1 - Hawk RESQURCES POLICY 3.3.2 - Recruitment criteria are documented. 3.3.3 - The company has adopted an employment policy ensuring equal coportunities, and a succession plan for all kye managerial positions. 3.3.2 - Recruitment criteria are documented. 3.3.3 - The company has a policy on human resources development, and organises trainings for employees on the financial status of the company, name melpoyees on the financial status of the company, name melpoyees on the financial status of the company, name melpoyees on the financial status of the company, name melpoyees on the financial status of the company, name melpoyees on the financial status of the company, remnumeration, and the financial status of the company techniques of the company of the	3.2.1 - The Articles of Association, or the internal regulations (terms of reference/manuals), regulate the participation of employees in management.			Safety Boards, Disciplinary Boards, Dispute Resolution Boards, Inventor Idea System continued to be developed in 2018.
3.1.1- The company has adopted an employment policy enurling equal popertunities and a succession plan for all key managerial positions. 3.2.1- Recurrency has a policy on human resources. 3.3.2- Necurrency has a policy on human resources of the company of the properture of the company has a policy on human resources. 3.3.4- Meetings have been organised to inform employees on the financial arisats of the company, renumeration, career planning, education and health. 3.3.5- Imposition, and the company the control of decisions impacting them. The opinion of the related trade unions was also taken. 3.3.5- Job descriptions and performance criteria have been prepared for all employees, amounced to them and taken into account to determine employee renumeration. 3.3.7- Measures (procedure, strainings, rabing waveness, goals, monitoring, complaint mechanisms) have been than the company of the company and the properture of the company enurser feedom of association and supports the right for collective bargaining. 3.3.9- Aside roughly experiment for employees is maintained. 3.4. RELATIONS WITH CUSTOMERS AND SUPPLERS 3.4.1-The company enurser feedom of association, and operated to promay enurser feedom of association and supports the right for collective bargaining. 3.3.2-A customes are notified of any delays in handling their requests. 3.4.4-The company measure feedom of association, and operated to assert follows the resource of the componition of the	interviews, observation method etc. were conducted to obtain opinions from stakeholders on decisions that	Х		
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	4.3. STRUCTURE OF THE BOARD OF DIRECTORS			

A.13- The board of directors has approached the policy on is on our compaction. Setting an inflat large of 23% for female directors. The board annually evolutes is composition and thorish rate decision to set to be complaint with the policy. A.1. Board beat one member of the audit committee has 5 years of apperience in audit/accounting and finance. A.1. Each board member attended the majority of the board member attended the majority of the board members and the policy which informating in person. A.2. The board member attended the majority of the board members and the supplied to all board members. A.2. The board member attended the majority of the board members and the supplied to all board members. A.2. The board is a characteristic relevant to the agendal them schoold the supplied to all board members. A.3. The policy rejected to other members. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.4. Each member of the board has one vote. A.5. There are limits to external commitments of board members, bear of the policy of the						
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