

GSD Holding A.Ş. (GSD Holding Inc.)
Information Policy

1. Purpose

Our Company's Information Policy has been established to inform the public about our Company concurrently, completely, comprehensibly and accessibility with low cost pursuant to Turkish Commercial Code (TCC), Capital Market Law, Capital Market Board (CMB), Regulations of the Istanbul Stock Exchange Market (ISEM) and other relevant legislations. Information Policy involves the data that is not in the scope of trade secrets of Our Company and the data in the condition that there is no prejudice legally to publish them.

2. Authority and Responsibility

Our Company's Information Policy is determined by Our Company's Board of Directors and declared to public via internet site. Information Policy is established pursuant to CMB and ISEM Regulations. Corporate Governance Committee and Investor Relations Unit are assigned to coordinate information mechanism.

3. Methods and Instruments Used

Without prejudice to the Regulations of Capital Market Board and Turkish Commercial Code (TCC), methods and instruments used by Our Company are made available to public in "Public Disclosure Platform" (www.kap.gov.tr) and Company's website. Also "e-GOVERNANCE: Corporate Governance and Investor Relations Portal" of the Central Registry Agency of Turkey is used to inform shareholders directly and efficiently.

a) Disclosure of Material Events

Disclosure of material events pursuant to CMB regulations are prepared clearly in detail adequately when they are occurred or learned and sent to the Public Disclosure Platform (KAP) electronically by Investor Relations Unit. Disclosure of Material Events is available in Investor Relations/Disclosure of Material Events Menu in the website of GSD Holding (www.gsd.comtr). Disclosures of Material Events are published in Turkish.

b) Financial Statements and Notes to the Financial Statements

In accordance with CMB regulations, Our Company's consolidated financial statements and notes to the consolidated financial statements, prepared quarterly and audited at the end of 6th month and at the end of the year, are declared to public electronically, after the approval of the Board of Directors, via Public Disclosure Platform (KAP) and published in our website and E-Governance Portal of the Central Registry Agency of Turkey.

Also the published figures extracted from financial statements are available in our website both in the Investor Relations menu in table and in our homepage as an announcement.

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c) Annual Reports

Our Annual Reports are prepared by Financial Affairs Department quarterly together with our financial statements in order to inform our shareholders and other stakeholders in detail related with the analyse of the financial data and other matters related to activities and declared to public electronically, after the approval of the Board of Directors, via Public Disclosure Platform (KAP) and then published in our website and E-Governance Portal of the Central Registry Agency of Turkey. Our Annual Reports prepared in accordance with the CMB regulations and CMB Corporate Governance Principles involve detailed information related with our Company's activities, financial structure and financial performance. Our Annual Reports prepared at the end of the year are published both electronically and in print and submitted to our shareholders' examination before 15 days from the ordinary general assembly meeting.

d) Website

GSD Holding's website is www.gsd.com.tr and www.gsdholding.com.tr. Information in Turkish and English related with GSD Holding A.Ş. and its subsidiaries are available in detail and updated regularly.

In the Investor Relations Menu in our website prepared in Turkish involves the submenus of Financial Summary, Shareholding Structure, Articles of the Association, General Assembly, Share Capital Increases, Dividend Distribution, News From Group Companies, Annual Reports, Financial Statements-Audit Reports, Disclosure of Material Events, Corporate Governance Compliance Reports, Candidates for the Board of Directors, Identity Information of Group Companies, Shareholding Structure of GSD Group, Contact Information and News and also the Corporate Menu involves the submenus of History, Our Asset Portfolio, Board of Directors and Executives. The following information is available in the mentioned submenus: Company Identity of our Company and contact information, shareholding structure of our Company on the basis of Group, shareholding structure after eliminating indirect shareholdings and shareholding structure after eliminating indirect and cross-shareholdings, table of our Company's direct and indirect shareholdings rate in subsidiaries, shareholder structure matrix of GSD Group Companies on the basis of nominal value and percentages, our Company's Board of Directors and candidates and their CVs, information related with the privileged shares in our Company's capital, latest full-text of articles of association of our Company, amendments to the articles of the association, announcements, attendance sheets, minutes, proxy forms related with the ordinary and extraordinary general assembly and privileged shareholders meetings, all capital increases and their resources table of our Company, prospectus and offering circulars of capital increases, profit appropriation policy, profit appropriation proposal submitted to the general assembly, cash profit distributions table, annual reports, financial statements and audit reports, information policy, corporate governance principles compliance report, linked and also in pdf format disclosures of material events made to ISEM, investor presentations for general information purposes in English, announcements and contact information of Investor Relations Unit.

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Six-months period and yearly financial statements and audit reports, quarterly financial statements, agendas, minutes and attendance sheets of the general assembly meetings, table of our Company's direct and indirect shareholdings rate in subsidiaries, Company Identity of our Company and contact information, shareholding structure of our Company on the basis of Group, shareholding structure after eliminating indirect shareholdings and shareholding structure after eliminating indirect and cross-shareholdings on the basis of Group, shareholder structure matrix of GSD Group Companies, all capital increases and their resources table of our Company, profit appropriation policy, profit appropriation proposal submitted to the general assembly, cash profit distributions table, investor presentations for general information purposes and news from Group Companies are available on the English website of our Company.

e) Investor Meetings

Information and meeting requests from shareholders, qualified investor, bank, brokerage firm or other financial service institutions are replied by investor relations unit and other information methods such as press meetings, analyst meeting ,etc. are not deemed as necessary. Investor Presentations for general information purposes in English are available in the "Investor Presentations" Submenu of the Investor Relations Menu in the Turkish and English website of our Company.

f) Monitoring the News and Rumours Related With Our Company

As a principle, we do not comment on all the rumours or speculations related with our Company occurred in the market or internet. If the news and comments in the reputable press organs are misleading the public or if it is needed to make a disclosure of material event pursuant to CMB regulations, disclosure of material event prepared by Investor Relations Unit is declared electronically to public via Public Disclosure Platform (KAP) and published in the website of Our Company. It is foreseen that relating with the news and rumours occurred in press which do not impose an obligation to make disclosure of material event pursuant to Regulations of Series: VIII No: 54, if it is requested from Our Company to declare information and there is no inconvenience legally, the information will be published in the Investor Relations section of our website.

4. Determination of Individuals Who Have Administrative Responsibility

Individuals who have administrative responsibility determined in the Regulations of CMB Series: VIII No: 54 are the members of the board of directors, members of the audit committee, general manager and assistant general managers and as it is stated in the mentioned regulation the individuals closely related with them.

5. Privacy of the Information Which Will Be Declared to Public

Our Company aims to allow the access of all kind of information which can be subjected to the Disclosure of a Material Event as possible as for limited number of individual. The individuals who have the information by their position or duty are warned that this information must be kept secretly until they are declared to public and the individuals are informed about the legal consequences of contrary behaviours.

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6. Postponement of Declaration of Internal Information to Public

Our Company, on its own responsibility, may postpone the declaration of internal information to public in order to avoid damage to legitimate its interests on the condition that must not cause mislead of public and Our Company must provide the privacy of this information. Internal information is declared to public immediately when the reason for postponement of declaration of internal information to public disappears. The resolution of postponement and the underlying reasons are indicated in the declaration. When Our Company decides to postpone the declaration of internal information to public, the postponement of postponed information's effect to protection of Our Company's legal rights, the risks not causing the mislead of investors and the precautions taken for the privacy of the internal information during the postponement are subjected to written approval of the resolution of the Board of Directors or the individual authorised by the Board of Directors.

7. Declaration of Prudential Information to Public

In the event of declaration of prudential information to public related with Our Company, assumptions and the data based on assumptions are declared. When the assumptions and the bases involved in the declaration of prudential information do not occur or it is understood that they will not occur, the updated information is declared to public immediately with their justifications.

8. Validity

This Information Policy has become valid from the date of 29 April 2009 and has been updated as of 26 December 2012.