DUTIES AND RESPONSIBILITIES OF THE EARLY DETECTION OF RISKS COMMITTEE

I. PURPOSE AND SCOPE

The purpose of this document is to determine and regulate the duties and responsibilities of the Committee for Early Detection and Management of Risk (“Committee”) to be established by the Board of Directors of Borusan Birleşik Boru Fabrikaları Sanayi ve Ticaret A.Ş. (“Company”). Among the duties of the Committee are monitoring the Company’s compliance with the principles of early risk detection and management stipulated in the capital markets legislation and the principles set forth in this document, carrying out development and improvement activities for this purpose, and providing recommendations and suggestions to the Board of Directors.

II. LEGAL BASIS

This document has been developed and prepared on the basis of the regulations, provisions, and principles included in the Capital Markets Legislation, as well as the Corporate Governance Principles Communiqué of the Capital Markets Board and the Turkish Commercial Code.

III. ORGANIZATION

Establishment

Following the election of new members of the Board of Directors at the ordinary general assembly meeting, the Committee is established and authorized by the Board of Directors. The former members of the Committee shall continue to perform their duties until new members are appointed. The term of office and service of the Committee depends on the term of office of the Board of Directors that appointed it. The Committee operates within its area of responsibility and provides recommendations to the Board of Directors; however, the responsibilities of the Committee do not eliminate the responsibilities of the Board of Directors arising from the Turkish Commercial Code.

The Committee is authorized to invite Company employees, representatives of real or legal persons affiliated with the Company including its subsidiaries, and internal or external auditors and experts to its meetings to receive their opinions and recommendations, and to obtain external legal consultancy and professional advisory services when necessary and as needed.

Members

The Committee consists of at least two members. If the Committee consists of two members, both members, and if it consists of more than two members, the majority of the members shall be selected from among the members of the Board of Directors who do not hold executive positions such as general manager or executive committee member and who do not act in an executive capacity in management-related matters. The Chair of the Committee shall be selected from among the independent members of the Board of Directors.

Meetings

The Committee convenes at least six times a year at the Company headquarters, at a previously agreed location, or via video conference. Committee meetings are organized and scheduled, to the extent possible, in synchronization with meetings of the Board of Directors.

Reports summarizing and explaining the topics to be discussed at the Committee meeting are sent to the Committee members at least three business days prior to the meeting. The scope of the Committee’s duties and its decisions are summarized by the Committee Chair to all Board Members during the Board meeting in order to obtain their views and comments. The decisions taken during Committee meetings are recorded in writing and, after the meeting, are sent to all Committee members and Board Members and are regularly archived and preserved. Action items decided in the previous meeting are reviewed at the subsequent Board meeting to monitor progress. The Committee may also present its observations and recommendations within its scope of responsibility, in a report submitted to the Board of Directors.

IV. DUTIES AND RESPONSIBILITIES

The fundamental duties and responsibilities of the Committee are to provide consultancy and recommendations to the Board of Directors on the early detection and assessment of strategic, operational, financial, and other risks that may endanger the existence, development, or continuity of the Company; to identify the possible impacts and likelihood of these risks; to manage these risks according to the Company's corporate risk-taking profile; to report the identified risks and take necessary measures regarding these risks; to consult decision-making mechanisms; and to establish and integrate an effective and efficient internal control system.

V. VALIDITY

This regulation, including any future amendments regarding the duties and responsibilities of the Committee, shall enter into force upon approval by the Board of Directors.