

TASK AND WORKING PRINCIPLES OF AUDITING COMMITTEE**I. PURPOSE**

The purpose of this regulation is; to determine task and working principles of Auditing Committee organized for providing to audit and disclosure the Company's accounting system, financial information and to supervise process and efficiency of internal control system .

II. BASIS

The document hereon has been arranged within the scope of regulations, provisions and principles included in Capital Market Legislation and Capital Markets Board Corporate Governance Principles.

III. STRUCTURE OF COMMITTEE

- a. According to Legislation, the Committee is organized by two members in the Company. In respect of Board of Directors' structure, all members are to be nominated among independent members.
- b. The working period of the Committee is parallel to Board of Directors working period. The Committee is to be re-organized subsequent to appointment of Board of Directors Members.
- c. The Committee may consult on independent expert opinions regarding required items relevant to activities. In this situation, charges of consultancy services required by Committee is to be in Company's responsibility.

IV. COMMITTEE MEETINGS AND REPORTING

- a. The Committee meeting is to be held in the place and date determined by Chairman and at least once in three months. The resolutions taken in the meeting is to be written, signed by Committee members and archived neatly.
- b. The Committee is to submit all information and meeting results regarding the works carried out to Board of Directors.

V. RESPONSIBILITIES**The Auditing Committee;**

- a. is to audit accuracy, transparency and accordance with legislation and international accounting standards of financial statements, foot notes and other financial information ; and submit to Board of Directors in writing.
- b. is to supervise process and efficiency of internal control system and independent audit; and disclosure of the Company's accounting system, financial information.
- c. is to supervise nomination of independent auditing firm, commencement of independent auditing process by arrangement of supervision contract; and works of independent auditing firm.

- d. is to investigate and conclude internal and external complaints related to Company's accounting, internal control system and independent auditing, within the scope of privacy policy.
- e. is to supervise providing compliance with legislative regulations and intercorporate regulations.
- f. The Committee is to submit its detections, assessments and proposals regarding its field of task and responsibilities, to Board of Directors in writing.

VI. EFFECTIVE DATE

The regulation related to task and working principles of the Committee hereon, is brought into force subsequent to approval of Ege Seramik Industry and Trade S.A. Board of Directors on 27/07/2014 and resolution no 2014/07; and Corporate Governance Committee is responsible for implementation of the regulation hereon.

Ege Seramik Industry and Trade S.A. Board of Directors is authorized for this regulation and any amendments required herein.