ODİNE SOLUTİONS TEKNOLOJİ TİCARET VE SANAYİ A.Ş.

DISCLOSURE POLICY

Our company, **Odine Solutions Teknoloji Ticaret ve Sanayi A.Ş. (“the Company”),** has adopted this “Disclosure Policy”; is established in accordance with the provisions of the Turkish Commercial Code, capital markets legislation and other relevant legal regulations, as well as the provisions of the Company’s Articles of Association, following a recommendation by the Corporate Governance Committee and a resolution adopted by the Board of Directors, and is disclosed to the public via the Company’s corporate website in accordance with the provisions of capital markets legislation.

I- Purpose and Scope

The purpose of the Disclosure Policy is to ensure that all stakeholders – including shareholders, investors, employees and customers – are fully and promptly informed, in accordance with the provisions of capital markets legislation, corporate governance principles and the Company’s Articles of Association, through active and transparent communication that is complete, fair, accurate, timely, understandable, at low cost and on equal terms, thereby ensuring the public is fully and promptly informed.

However, the Company may refrain from disclosing to the public certain confidential information—such as information where disclosure would be subject to legal or contractual restrictions, or where disclosure in accordance with these regulations could harm the Company’s legitimate interests and/or falls within the scope of trade secrets—in accordance with the principles set out in the relevant legislation.

Furthermore, the Company may defer the public disclosure of inside information in accordance with the provisions of the Special Circumstances Communiqué, provided that such deferral does not lead to the public being misled and that the confidentiality of such information can be ensured, with the aim of preventing harm to its legal rights and legitimate interests. Once the reasons for postponing the public disclosure of inside information have ceased to exist, the said inside information shall be disclosed to the public in accordance with the provisions of the Regulation on Special Circumstances, stating the reasons for the postponement decision.

The information to be disclosed to the public is made available to the public via the ‘Public Disclosure Platform’ (www.kap.org.tr) and the company’s corporate website in a timely, accurate, complete, comprehensible, interpretable and easily accessible manner at low cost, so as to assist individuals and organisations benefiting from the disclosure in making decisions.

II- Methods and Tools of Disclosure

Subject to the provisions of the Turkish Commercial Code, the Capital Markets Law and other relevant secondary legislation, the disclosure methods and tools used by our Company within the framework of this Disclosure Policy are set out below.

a. **Special situation announcements published via the Public Disclosure Platform (“KAP”) (www.kap.org.tr),**

Special situation announcements relating to continuous and inside information required to be disclosed under capital markets legislation are prepared in coordination with the Investor Relations Department, taking into account the recommendations and opinions of the relevant units, and are disclosed to the public via KAP.

In disclosing matters constituting special circumstances to the public in accordance with capital markets legislation, use may also be made of the press, press conferences and/or press releases, or other communication channels. Such announcements are also published on KAP prior to or simultaneously with their release, and are additionally featured on the Company’s corporate website.

b. Periodically disclosed financial statements, independent audit reports, declarations and annual and interim activity reports

The Company's annual and interim consolidated financial statements and the related notes are prepared in accordance with Turkish Accounting Standards and Turkish Financial Reporting Standards, in line with the provisions of the Turkish Commercial Code, the Capital Markets Law and other secondary legislation, and are audited by an independent auditor and disclosed to the public in accordance with the periods stipulated by the legislation.

Prior to their public disclosure, the financial statements and notes are submitted to the Board of Directors for approval, accompanied by a compliance opinion obtained from the Audit Committee in accordance with capital markets legislation. Following the signing of a statement of responsibility by the members of the Audit Committee designated as responsible for financial reporting, together with the Chief Executive Officer and/or the Deputy Chief Executive Officer responsible for finance, the financial statements, the notes and the independent audit report for the periods specified by legislation are submitted electronically to KAP in accordance with capital markets legislation. Activity reports disclosed to the public are published under a separate heading on the Company's corporate website no later than the working day following the disclosure and remain accessible on the Company's corporate website for a period of five years retrospectively.

The information that shareholders may require regarding the financial statements and the related notes is available on the Company's corporate website and is updated regularly.

c. The Company's corporate website (www.odine.com)

The key sections available on the Company's website are as follows:

• Detailed information on corporate identity

• Our vision and values

• Information on members of the Board of Directors and senior management

• Committees and their working principles

• The company's organisation and shareholding structure

• The company's articles of association

• Commercial register details

• Annual and interim financial statements, independent audit reports and management reports

• Disclosures of Material Events

• General Meeting invitation, agenda and information document

• Minutes of the General Meeting and list of attendees

• Sample proxy form

• Corporate governance practices and compliance report

• Policies

• Frequently asked questions

• Code of Ethics

d. Announcements and notices published via the Turkish Trade Register Gazette

Announcements required by the Turkish Commercial Code and capital markets legislation to be published in the Turkish Trade Register Gazette are made within the timeframe stipulated by the legislation. In accordance with capital markets legislation, the notice of the general meeting is published via the website in a manner that ensures it reaches the greatest possible number of shareholders, at least three weeks in advance, excluding the days of the meeting.

The Annual Report, financial statements, the proposal for the distribution of profits, the information document prepared regarding the agenda items of the General Meeting, and other documents forming the basis for the agenda items, as well as, where applicable, the text of the amendment to the Articles of Association and the justification therefor, are made available for inspection at the Company's head office and on its website, in locations where shareholders can most easily access them, from the date of the notice convening the General Meeting. The agenda items for the Company's General Meeting are stated clearly and in a manner that leaves no room for differing interpretations.

e. Investors, briefing sessions held with analysts in person or via teleconference, and the presentations made

To ensure that the Company's operational and financial performance, as well as its vision, strategy and objectives, are communicated to shareholders in the best possible manner, the Company's senior management and the Investor Relations Department may, from time to time, meet with analysts and investors to share information, and may participate in conferences or meetings at both national and international levels. These presentations, question-and-answer sessions and summary information, which are organised to promote the Company in the best possible light, may also be published on the Company's website. All requests for meetings from shareholders are responded to; opportunities for meetings at the highest possible level are provided. Following the announcement of financial results and significant special announcements, teleconferences may be organised, investor presentations may be held, and this information is also shared with the public via the corporate website.

f. Communication channels such as telephone, email, fax, etc.,

Information requests **submitted in writing** to the Company by shareholders and investors are, in principle, answered in writing by the Investor Relations Department in accordance with the principle of accuracy, completeness and equality, within the framework of publicly disclosed information; where necessary, brief and specific questions and requests for information may also be answered verbally.

III- Principles regarding the disclosure of forward-looking statements

Assessments containing plans and forecasts constituting forward-looking information, or providing investors with an indication of the issuer's future activities, financial position and performance, may be disclosed to the public by a resolution of the Board of Directors, in accordance with the principles set out in capital markets legislation, in principle no more than four times a year, following the public disclosure of the financial statements published on a quarterly basis.

In forward-looking statements, without being limited to these, and subject to confidentiality, the Company's interests and contractual and regulatory constraints, reference may also be made to expected market developments, turnover and volume growth forecasts, profitability ratios, investment plans and new product projections.

Forward-looking statements, in accordance with the principles set out in capital markets legislation, may be made through investor presentations published on KAP and the Company's corporate website and/or via the activity reports prepared on a quarterly basis, as well as through special situation announcements and by persons authorised by the Board of Directors, utilising media outlets, press conferences and/or press releases, conferences or meetings at national and international levels, or other means of communication.

Forward-looking statements are based on reasonable assumptions and estimates. Expectations must not contain unfounded or exaggerated forecasts; they must not be misleading.

In the event of a deviation due to unforeseeable risks and developments, where there is a significant discrepancy between matters previously disclosed to the public and actual outcomes, or where it becomes apparent that the forecasts and underlying assumptions contained in forward-looking information have not materialised or will not materialise to a significant extent, a public disclosure shall be made, setting out the reasons for such discrepancies.

IV- The principles governing the monitoring of news and rumours concerning the Company appearing in the press or on websites, and the issuance of related statements,

The Company monitors news and rumours appearing in the press or other communication channels, where necessary, through data distribution channels with which it has agreements within the country, as well as internally; and in the event of news or rumours being published for the first time or containing content differing from information previously disclosed to the public; the Company assesses the impact on the value or price of its shares, or on investors' investment decisions, in accordance with its internal regulations; and where deemed necessary, even if a decision to postpone has been taken, a public disclosure is made immediately regarding whether such news or rumours are accurate or sufficient, in accordance with the principles set out in capital markets legislation.

The Company may, if it so wishes, issue a statement regarding news and rumours appearing in the press and media that do not give rise to an obligation to make a special situation announcement. In principle, no statement is made on the matter if the news in question is not of sufficient significance to constitute inside information. However, the question of whether it would be beneficial to issue a statement regarding such a news item—which, in accordance with the Circular, does not require a special situation announcement—is assessed by the Managing Director in coordination with the Investor Relations Department. These statements may be communicated to the public via written or verbal communication with the press, or through the Company's website (www.odine.com).

As a general rule, no comment is made on news items that are clearly not sourced from the Company, or which are rumours, speculation or unfounded. However, if deemed necessary to protect the interests of the Company and its investors, a statement may also be issued regarding such unfounded news items.

The Company is under no obligation to issue public statements regarding the adequacy or accuracy of comments, analyses, assessments and forecasts made by the press, media organisations and other communication channels based on information already disclosed to the public.

V- Persons Authorised to Make Public Disclosures

Disclosures made on behalf of the Company via written and visual media and data distribution channels require the approval of the Chairman of the Board of Directors and one of the Board Members.

In particular, the Investor Relations Department communicates on behalf of the Company in matters relating to the promotion of the Company to existing and potential individual and institutional investors, as well as financial institutions, both domestically and internationally; responding to information requests from analysts and research specialists employed by these institutions; and answering questions submitted to them within the scope of investor relations. Where necessary, the Department acts in coordination with the relevant departments, depending on the nature of the request, whilst communicating on behalf of the Company.

It is a fundamental principle that all statements to be made on behalf of the Company by authorised persons must undergo a preliminary assessment under the coordination of the Investor Relations Department and in collaboration with the relevant departments of the Company.

VI- Delay in the Disclosure of Inside Information

Following an assessment carried out in accordance with the Capital Markets Board's disclosure regulations, if information is deemed to constitute inside information of such significance that it could affect the value or price of the Company’s capital market instrument or investors’ investment decisions, whilst, it may be deemed necessary to exercise the authority to defer the public disclosure of such inside information in order to prevent harm to the Company’s legitimate interests.

The public disclosure of inside information may be deferred by a resolution of the Board of Directors. The deferral resolution shall set out the information being deferred, the impact of the deferral on the protection of the Company’s legitimate interests, the fact that the deferral does not pose a risk of misleading investors, and the measures taken to safeguard the confidentiality of this information during the deferral period.

Should the inside information subject to the deferral be disclosed to the public, either domestically or abroad, by another natural and/or legal person, or due to the negligence of persons obliged to keep the information confidential, the conditions for the deferral shall be deemed to have ceased to exist, and the information shall be disclosed to the public immediately.

Throughout the deferral period, the Company shall refrain from making any statements that conflict with the deferred information; and as soon as the grounds for deferring the public disclosure of the inside information cease to exist, the Company shall make a disclosure on KAP regarding the said inside information, specifying the deferral decision and the underlying reasons.

If the event to which the deferred inside information relates does not occur, no further disclosure shall be made.

Should news or rumours arise regarding information whose public disclosure has been deferred, an assessment shall be made as to whether confidentiality has been maintained, taking into account the circulation or prominence of the media outlet in which the news was published; should it be concluded that confidentiality has not been maintained, a special situation announcement shall be made immediately. The decision to continue the deferral rests with the Board of Directors that issued the deferral decision.

VII- Measures taken to ensure confidentiality until the public disclosure of material events:

a. Company Information / Inside Information

Inside information refers to information, events and developments relating to a specific matter which a rational investor might consider significant when making an investment decision; which concerns circumstances not yet disclosed to the public; which could confer an advantage on the person using the information over other investors who are unaware of it; and which, if disclosed to the public, could affect the value or price of a capital market instrument or the investment decisions of investors.

Where changes occur or come to light regarding inside information or matters previously disclosed to the public in relation to such information, the Company is obliged to issue a special situation announcement in accordance with the Board’s disclosure regulations.

In striking a balance between transparency and the protection of the Company’s interests, great importance is attached to all Company employees adhering to the rules regarding the use of inside information. All necessary measures are taken to prevent the misuse of inside information.

As a general principle, the Company and those acting on its behalf and for its account may under no circumstances share with third parties any information that has not yet been disclosed to the public and which could be deemed to constitute material information. Information relating to the Company, acquired during the course of employment, which the Company does not wish to be known outside its authorised representatives, and which could be classified as a trade secret, is deemed to be ‘Inside Information’. All employees shall protect Company Information whilst working for the Company and thereafter, and shall not use it either directly or indirectly.

b. Procedures for the Public Disclosure of Material Information

Disclosures regarding continuous and inside information required to be announced under the Capital Markets Board's Communiqué on Special Circumstances are prepared in accordance with the provisions of the said Communiqué, under the coordination of the Investor Relations Departmentin accordance with the provisions of the Capital Markets Board's Communiqué on Material Events, taking into account the recommendations and views of the relevant departments, and are, in principle, signed by any one of the following: the Deputy Chairman of the Board of Directors, the General Manager, the Deputy General Manager responsible for Finance, or the Head of the Investor Relations Department, following the approval of the Chairman of the Board of Directors, and are disclosed to the public via KAP.

Special situation announcements are submitted electronically to KAP within the timeframes stipulated by legislation and are published on the Company's website under the 'Investor Relations' section as a separate heading no later than the working day following the announcement. Special situation announcements remain on the Company's website under the Investor Relations section for a period of five years.

Company employees with access to inside information, as well as other parties in close contact with them, are obliged to maintain the confidentiality of this information during the period from the occurrence of the special circumstance until its disclosure on KAP, are informed in writing, against signature, of the sanctions relating to the misuse or disclosure of such information, in a manner that ensures they accept the obligations set out in the law and relevant legislation regarding inside information.

Appropriate measures, such as obtaining confidentiality undertakings to prevent access to this information by employees not included on the list of persons with access to inside information and by third parties from whom services are obtained, and similar methods, shall be taken.

Should it be determined that inside information has been disclosed to third parties by such persons without authorisation ("unauthorised disclosure"), and if it is concluded that the confidentiality of the information cannot be ensured under capital markets regulations, a special situation announcement shall be made immediately.

The Company informs its directors and employees, through in-service training and induction programmes, of the obligations set out in the law and relevant legislation regarding inside information, as well as the sanctions relating to the misuse or dissemination of such information. Furthermore, these matters are also addressed in the Company's Code of Ethics.

The Company may delay the public disclosure of inside information, provided that such delay does not result in the misleading of investors and is necessary to ensure that the Company's legitimate interests are not harmed and that the information remains confidential. In such cases, the Company shall take all necessary measures in accordance with capital markets legislation to ensure the confidentiality of inside information.

In the event of a delay in the disclosure of information, a list of persons in possession of the information in question is drawn up immediately upon the decision to delay, and the "List of Persons with Access to the Company's Inside Information" is updated accordingly. The necessary steps are taken and reasonable measures are implemented to ensure that both these persons and any other parties in possession of the information are informed.

No Company employee may, by virtue of their position, engage in any activity designed to generate profit through the buying or selling of Company shares based on inside information obtained in the course of their duties.

c. Silent Period/Blackout Period

The period commencing 30 (thirty) days prior to the date on which the financial statements and reports prepared by the Company, together with the independent audit reports, are disclosed to the public in accordance with the relevant legislation, and ending upon the public disclosure of the results for the relevant period, is referred to as **the "Silent Period**". During the silent period, Company officials shall not comment on the Company's operations, financial performance or financial outlook, except for information already disclosed to the public on behalf of the Company, nor shall they answer questions from capital market participants such as analysts or investors or other capital market participants; however, this period does not prevent Company officials from participating in conferences, panels and/or seminars.

Furthermore, Company executives and their spouses, children or persons living in the same household may not, during the period commencing on the day following the end of the financial period for which the Company's ***half-yearly and annual*** financial statements and reports, as well as the independent audit reports, are prepared, and ending on the date such statements and reports are publicly disclosed in accordance with the relevant legislation (**"Blackout Period**"), nor may they trade in the Company's shares or capital market instruments based on such shares. This prohibition also applies to executives of the Company's subsidiaries and controlling affiliates, as well as to persons who possess inside information or continuous information by virtue of holding shares in the Company or its subsidiaries and controlling affiliates.

IX – Principles used in determining persons with administrative responsibility

Under capital markets legislation, "Persons with Administrative Responsibility" are defined as members of the Company's board of directors, and persons who, although not members of the board, have regular direct or indirect access to the Company's inside information and possess the authority to make administrative decisions affecting the Company's future development and commercial objectives. Accordingly, managers and other staff who possess detailed information regarding only a specific part of the Company's operations and have limited knowledge of the overall picture are not considered to be persons with access to inside information.

Within our Company, persons with administrative responsibility are defined as members of the board of directors, committee members, the Company's Chief Executive Officer and Deputy Chief Executive Officers. The list prepared in accordance with these criteria is shared with the Central Securities Depository in compliance with the provisions of capital markets legislation.

In accordance with the provisions of the Regulation on Special Circumstances, the Company notifies in writing those persons with administrative responsibility to ensure that all transactions relating to shares representing capital and other capital market instruments based on such shares, carried out by persons with administrative responsibility within the company and persons closely associated with them, are reported to the relevant stock exchange by the party executing the transaction. In determining which persons bear administrative responsibility and who are closely associated with them, the definitions set out in the Regulation on Special Circumstances shall be taken into account.

The Board of Directors is responsible for the implementation, development and monitoring of this Disclosure Policy.

All enquiries regarding the principles and procedures for the implementation of this policy should be directed to the Investor Relations Department.

This Disclosure Policy entered into force by virtue of Board of Directors' Resolution No. 2024/15 dated 22 July 2024 and is also disclosed to the public via the Company's corporate website. Any amendments to the Disclosure Policy shall be subject to the same procedure.

This Disclosure Policy has been prepared in both Turkish and English. In case of any discrepancy or inconsistency between the Turkish and English versions, the Turkish version shall prevail. The English translation has been provided solely for the convenience of international stakeholders and does not have legal binding.