

Anadolu Efes Biracılık ve Malt Sanayii A.Ş. Working Principles– Annex

Purpose

The purpose of generating this document which is included as a supplement to the “Working Principles” is to remind the members of the Board of Directors and committees as well as all the employees, of the companies within our Company, of the respective obligations arising from the laws and regulations as mentioned below, and, further, to provide information regarding any additional regulations relevant to the penal sanctions as may arise in case of breach by the companies of the provisions imposed on public companies.

Scope

The obligation to fulfill the matters as envisaged pursuant to the present document shall cover all the members of the Boards of Directors and committees as well as employees within our Company.

Legal Basis

The set of rules included herein shall be based upon the Corporate Governance Principles as put into effect for public joint stock companies by the Capital Market Board (CMB), and other relevant CMB regulations, and the Code of Ethics of our Company, and the corporate culture.

Protection of the Confidentiality of Insider information and Prevention of the Use of This Information in order to Derive Benefit

As per the Article 106 of Capital Markets Law No: 6362 dated 30.12.2012, under title of "Information Abuse":

The ones who order purchase or sell or change or cancel their order for related capital market instruments based on the direct or indirect information which may affect price and value of the related capital market instruments or decisions of the investors and that have not been declared to the public yet and who take advantage on themselves or another person in this way, in terms of capital market instruments or issuers; are deemed to have committed an offense of "Information Abuse". These persons include;

- a) Executives of issuers or issuers' subsidiaries or controlling shareholding companies,
- b) Persons that have access to such information as being shareholders in issuers or issuers' subsidiaries or controlling shareholding companies,
- c) Persons that have access to such information due to their occupation, profession or duties,
- ç) Persons that gain access to such information by committing a crime,
- d) Persons that know or need to know (if proved as such) the information they hold have a nature as stated in this paragraph,

For these persons, prison sentence from two to five years or judicial fine is foreseen, on the other hand, should judicial fine is judged for this offense, the penalty to be imposed will not be less two times than the advantage taken.

Within this framework, with the awareness of their responsibilities arising from the offenses related to the value of the capital market instruments being effected [“Information Abuse” (Capital Markets Law Article 106)] and to the supply and demand of capital market instruments artificially [“Market Fraud” (Capital Markets Law Article 107)] and of their responsibilities arising from any other capital market offenses, employees may not carry out -or act as an intermediary for- any transactions ensuring that no material or immaterial benefit is obtained in favor of their own selves, their relatives or third parties at any level whatsoever. Such conducts shall have to be reported to the concerned authorities as a legal offense, and shall further be subjected to administrative decisions by the company.

The Board of Directors and Committee members and all the employees may not use any information, public or confidential, as obtained, in order to provide benefit of an economic, political or social nature, whether for their own selves, their relatives or third parties, and whether directly or indirectly; nor disclose such to any institution, establishment or person, except for competent authorities, or to their own selves, their relatives or third parties, and whether directly or indirectly; and shall comply with all the legal restrictions including the prohibitions as stipulated by the Capital Market Law and follow all the relevant laws and regulations.

Blackout Period

As summarized above, in addition to the obligations arising from the relevant laws and regulations, a “Blackout Period” application shall be adopted, in our company, during which the members of the board of directors and committees and the employees as included in the list of those having access to insider information may not carry out transactions on the capital market instruments of the company they are related to.

The Blackout Period shall commence starting from the day following the end of the accounting period, and terminate upon the disclosure of the financial reports in every relevant period.

The commencement and termination dates of the applicable BlackoutPeriod shall be published under the heading “Investor Calendar” on the Company website as and when the disclosure dates of financial statements become definite.

The disclosure dates of financial statements shall be determined at least two weeks prior to the end of the reporting period and notified to the persons concerned by means of the “Investor Calendar” and through emails.

The lists of persons with access to insider information in our Company shall serve notice in writing of the fact that they received and read the present document relevant to the application of Period of Prohibition.

On the other hand, taking into account the Article 4/3 of the Capital Markets Board's Communiqué on Market Distorting Actions, the spouses and children of the persons included in the list of those having access to insider information, or the persons with whom they live in the same house, are also expected not to carry out transactions on the capital market instruments of the company they are related to, in the same period.

Effective Date

The rules laid down in the present document have been brought into effect under the resolution of the Board of Directors of Anadolu Efes Biracılık ve Malt Sanayii A.Ş. dated 27.03.2014, and published on the Company website as of the same date.