Istanbul Trade Registry Office, 124652

KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET A.Ş.
FROM THE BOARD OF DIRECTORS
INVITATION TO 31.03.2023 ORDINARY GENERAL ASSEMBLY MEETING

The Ordinary General Assembly Meeting of our Company for the fiscal year 2022 will be held on Friday, March 31, 2023 at 10:00 a.m. in the meeting hall of "İstanbul Province, Beşiktaş District, Levent Mah. Prof. Ahmet Kemal Aru Sok. No:4 Kaleseramik Binası" meeting hall.

Our Company's shareholders will be able to attend the Ordinary General Assembly Meeting physically or electronically in person or through their representatives. Participation in the meeting electronically is possible with the secure electronic signatures of the shareholders or their representatives. Therefore, shareholders or their representatives who will perform transactions in the electronic general assembly system ("EGKS") must have a secure electronic signature and register with the "e-Investor Information Center" of Merkezi Kayıt Kuruluşu A.Ş. ("MKK"): Investor Information Center" of the Central Registry Agency A.Ş. ("CRA").

In addition, shareholders or their representatives who wish to attend the meeting electronically are required to fulfill their obligations in accordance with the provisions of the "Regulation on General Assembly Meetings of Joint Stock Companies to be Held Electronically" published in the Official Gazette dated August 28, 2012 and numbered 28395 and the "Communiqué on the Electronic General Assembly System to be Applied in the General Assembly Meetings of Joint Stock Companies" published in the Official Gazette dated August 29, 2012 and numbered 28396.

Shareholders who will not be able to attend the meeting in person, physically or electronically, are required to arrange their proxies in accordance with the sample below by fulfilling the matters stipulated in the Capital Markets Board's "Communiqué on Voting by Proxy and Proxy Solicitation" numbered II-30.1, either by having their signature notarized or by attaching the signature statement issued before a notary public to the signed proxy form. A sample power of attorney can also be obtained from the Company Headquarters and the Company's website at www.kalekim.com.tr. Shareholders who wish to attend the General Assembly in person will be able to exercise their rights regarding their shares registered in the "Shareholders List" in the Central Registry Agency (CRA) system by presenting their ID cards. Power of attorneys that are not in compliance with the sample power of attorney required by the Communiqué and attached hereto will not be accepted.

Our shareholders who will attend the general assembly electronically through the Electronic General Assembly System can obtain information about the procedures and principles regarding participation, appointment of representatives, making proposals, expressing opinions and voting from the website of the Central Registry Agency at https://www.mkk.com.tr.

Our Company's Consolidated Financial Statements for the year 2022, the Annual Report of the Board of Directors, the Independent Audit Report and the Dividend Distribution Proposal of the Board of Directors, the Amendment to the Articles of Association and the General Assembly Information Document will be made available for the review of the esteemed shareholders at the Company headquarters and on the Company website at www.kalekim.com.tr and on the Electronic General Assembly system of the Central Registry Agency at least three weeks prior to the General Assembly Meeting within the legal period.

Pursuant to the Capital Markets Law, for registered shares that are traded on the stock exchange, the Shareholders will not be notified by registered letter. It is submitted for the information of Dear Shareholders.

KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET A.Ş.
CHAIRMAN OF THE BOARD OF DIRECTORS

AGENDA

1. Opening and formation of the Meeting Presidency,
2. Reading out and discussion of the Board of Directors' Annual Report for the 2022 activity year,
3. Reading out the summary of the Independent Audit Company Report for the 2022 activity year,
4. Reading out, discussion and approval of the consolidated CMB and TCC balance sheet and profit and loss accounts for the fiscal year 2022,
5. 2022 release of the Members of the Board of Directors for the activities and transactions of the accounting period,
6. Discussing and resolving on the proposal of the Board of Directors regarding dividend distribution for the 2022 activity year,
7. Discussing and resolving on the amendment of Articles 3 and 9 of the Company's Articles of Association, which have been approved by the Capital Markets Board and the Ministry of Trade,
8. Determination and election of the number of members of the Board of Directors and discussion and resolution of their terms of office,
9. Discussing and resolving on the membership fees of the members of the board of directors for the 2023 activity year,
10. Providing information about the donations and aids made in the 2022 activity year and discussing and deciding on the donation limit for the 01.01.2023 - 31.12.2023 activity year,
11. Discussing and resolving on the Board of Directors' proposal for the selection of an independent external audit firm for the audit of the accounts and transactions for the 2023 activity year in accordance with the Turkish Commercial Code and the Capital Markets Law,
12. Authorizing the members of the Board of Directors to perform the activities specified in Articles 395 and 396 of the Turkish Commercial Code,
13. Within the framework of the Capital Markets Board regulations, informing the shareholders about the guarantees, pledges and mortgages given by the Company in favor of third parties and the income or benefits they have obtained,
14. Closure.

POWER OF ATTORNEY
KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET A.Ş.

I hereby appoint....................................., who is introduced in detail below, as my representative to be authorized to represent me, to vote, to make proposals and to sign the necessary documents in line with the opinions I have expressed below at the Ordinary General Assembly Meeting of Kalekim Kimyevi Maddeler Sanayi Ve Ticaret A.Ş. for the year 2022 to be held on Friday, 31.03.2023 at 10:00 am at İstanbul Province, Beşiktaş District, Levent Mah. Prof. Ahmet Kemal Aru Sok. No:4 Kaleseramik Binası.

Representative (*)
Name / Surname / Trade Name :
REPUBLIC OF TÜRKİYE Identity No / Tax No, Trade Registry and Number and MERSIS number:

(*) For foreign representatives, the equivalent of the aforementioned information, if any, must be submitted.

A) SCOPE OF THE AUTHORIZATION OF REPRESENTATION

The scope of representation authority should be determined by selecting one of the options (a), (b) or (c) for sections 1 and 2 below.

1. About the matters on the General Assembly Agenda;
   a. The representative is authorized to vote in accordance with his/her own opinion
   b. The representative is authorized to vote in line with the recommendations of the partnership management.
   c. The representative is authorized to vote in accordance with the instructions specified in the table below.

INSTRUCTIONS:
If option (c) is selected by the shareholder, the instructions specific to the agenda item shall be given by marking one of the options (acceptance or rejection) given opposite the relevant general assembly agenda item and, if the rejection option is selected, by indicating the dissenting opinion, if any, requested to be written in the minutes of the general assembly meeting.

Agenda items (*)	Acceptance	Rejection	Dissenting Opinion
1. Opening and formation of the Meeting Presidency,			
2. Reading and discussion of the Board of Directors' Annual Report for the 2022 activity year,			
3. Reading the summary of the Independent Audit Company Report for the 2022 activity year,			
4. Reading out, discussion and approval of the consolidated CMB and TCC balance sheet and profit and loss accounts for the fiscal year 2022,			
5. 2022 release of the members of the Board of Directors separately for the activities and transactions of the accounting period,			
6. Discussing and resolving on the Board of Directors' proposal regarding the dividend distribution and distribution date for the fiscal year 2022,			
7. Discussing and resolving on the amendment of Articles 3 and 9 of the Company's Articles of Association, and approving the amendment of the same, subject to the permissions of the Capital Markets Board and the Ministry of Trade,			
8. Election of the members of the Board of Directors and determination of their terms of office,			
9. Discussing and resolving on the membership fees of the members of the board of directors for the 2023 activity year,			
10. Giving information about the donations and aids made in the 2022 activity year and discussing and deciding on the donation limit for the 01.01.2023 - 31.12.2023 activity year,			
11. Discussing and resolving on the Board of Directors' proposal for the selection of an independent external audit firm for the audit of the accounts and transactions for the 2023 activity year in accordance with the Turkish Commercial Code and the Capital Markets Law,			
12. Authorizing the members of the Board of Directors to perform the activities specified in Articles 395 and 396 of the Turkish Commercial Code,			
13. Within the framework of the Capital Markets Board regulations, informing the shareholders about the guarantees, pledges and mortgages given by the Company in favor of third parties and the income or benefits they have obtained,			
14. Closure.			

(*) The items on the agenda of the General Assembly shall be listed one by one. If the minority has a separate draft resolution, this is also indicated separately to ensure proxy voting.

3. Special instruction on other issues that may arise at the General Assembly Meeting and in particular on the exercise of minority rights: a. The proxy is authorized to vote in accordance with his/her own opinion
   b. The representative is not authorized to represent in these matters.
   c. The representative is authorized to vote in accordance with the following special instructions.

SPECIAL INSTRUCTIONS:
Special instructions to be given by the shareholder to the proxy, if any, shall be stated here.
B) The shareholder chooses one of the following options and indicates the shares he/she wants the proxy to represent.

1. I hereby approve the representation of my shares detailed below by proxy.
   a) Order and Series (*) :
   b) Number / Group(**) :
   c) Quantity Nominal value :

ç) Whether it has voting privileges or not:
   d) Bearer-Registered share(*) :
   e) Proportion of total shares/voting rights held by the shareholder (*) This information is not requested for dematerialized shares.

(**) For dematerialized shares, information regarding the group, if any, will be given instead of the number.

FULL NAME or TITLE of SHAREHOLDER(*) :
REPUBLIC OF TÜRKİYE Identity No / Tax No, Trade Registry and Number and MERSIS number:
ADDRESS :
SIGNATURE :

(*) For foreign shareholders, the equivalent of the aforementioned information, if any, must be submitted

KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET ANONİM ŞİRKETİ

AMENDMENT TO THE ARTICLES OF ASSOCIATION

Old Text	New Text
Scope of the Company: **Article: 3** The transactions that constitute the Company's field of activity are as follows: a) To manufacture chemical substances used in the manufacture of various construction materials, b) In particular, to manufacture various adhesives, all kinds of industrial fillers, plastic, acrylic and silicate-based solutions, organic and inorganic chemical substances, mineral oils, resins, insulation and liquidation materials and similar substances, c) Producing and trading all kinds of plaster, facade coating systems and products and building materials. Regarding this issue; d) Establishing factories, workshops, workshops or facilities for the production and manufacture of all kinds of technical materials and industrial products related to these subjects, e) Engaging in the sale, marketing and distribution of such goods, to purchase or otherwise dispose of raw, semi-raw, semi-finished or finished goods related to such sales and manufacturing, to export or import, to obtain representation and dealerships or to establish representation and dealerships and to engage in all kinds of internal and external commercial transactions on such goods and commodities in general, f) Training technicians who will practice this kind of material, to provide training of specialists, master technicians and apprentices by opening instructive courses for this purpose and to publish continuously in this way, g) Obtaining all kinds of mining and quarry concessions and licenses, to use, operate, operate, lease and rent all kinds of mining and quarry concessions and licenses, to exploit, sell and export these minerals to be extracted in all kinds of forms in relation to these productions and activities or directly, h) Establishing, purchasing, importing or otherwise procuring all kinds of installations and equipment necessary for the production and operation of mines and quarries, obtaining permits, concessions and patents, establishing, constructing or leasing, renting, leasing, selling, transferring facilities and equipment related to all kinds of activities necessary for the screening, storage, transportation, distribution and shipment of raw and semi-finished products produced. i) Establishing all kinds of economic enterprises for the execution and realization of the aforementioned activities, in particular to open independent wholesale and retail stores, to partially or completely take over existing and such enterprises, to participate in them, j) Establishing, purchasing and importing the machinery, installations and equipment necessary for the manufacture and supply of the packaging required for the marketing and shipment of the products produced, purchased and imported,	**Scope of the Company:** **Article: 3** The transactions that constitute the Company's field of activity are as follows: a) To manufacture chemical substances used in the manufacture of various construction materials, b) In particular, to manufacture various adhesives, all kinds of industrial fillers, plastic, acrylic and silicate-based solutions, organic and inorganic chemical substances, mineral oils, resins, insulation and liquidation materials and similar substances, c) To produce and trade all kinds of plaster, facade coating systems and products and building materials. Regarding this issue; d) To establish factories, workshops, workshops or facilities for the production and manufacture of all kinds of technical materials and industrial products related to these subjects, e) To engage in the sale, marketing and distribution of such goods, to purchase or otherwise dispose of raw, semi-raw, semi-finished or finished goods related to such sales and manufacturing, to export or import, to obtain representation and dealerships or to establish representation and dealerships and to engage in all kinds of internal and external commercial transactions on such goods and commodities in general, f) To train technicians who will practice this kind of material, to provide training of specialists, master technicians and apprentices by opening instructive courses for this purpose and to publish continuously in this way, g) To obtain all kinds of mining and quarry concessions and licenses, to use, operate, operate, lease and rent all kinds of mining and quarry concessions and licenses, to exploit, sell and export these minerals to be extracted in all kinds of forms in relation to these productions and activities or directly, h) Establishing, purchasing, importing or otherwise procuring all kinds of installations and equipment necessary for the production and operation of mines and quarries, obtaining permits, concessions and patents, establishing, constructing or leasing, renting, leasing, selling, transferring facilities and equipment related to all kinds of activities necessary for the screening, storage, transportation, distribution and shipment of raw and semi-finished products produced. i) Establishing all kinds of economic enterprises for the execution and realization of the aforementioned activities, in particular to open independent wholesale and retail stores, to partially or completely take over existing and such enterprises, to participate in them, j) Establishing, purchasing and importing the machinery, installations and equipment necessary for the manufacture and supply of the packaging required for the marketing and shipment of the products produced, purchased and imported, k) Purchasing, importing or otherwise procuring the necessary installations and equipment in these matters, l) Without prejudice to the provisions of the Capital Markets Law on disguised profit transfer, to engage in commercial activities by selling, exporting or otherwise disposing of all materials purchased or manufactured,

k) Purchasing, importing or otherwise procuring the necessary installations and equipment in these matters,	
l) Without prejudice to the provisions of the Capital Markets Law on disguised profit transfer, engaging in commercial activities by selling, exporting or otherwise disposing of all materials purchased or manufactured,	
m) Concluding agreements with other firms and companies that pursue the same purpose in whole or in part in the field of business of the Company for the execution of this activity within the joint principles, not in the nature of investment services and activities; to implement these agreements, to establish subsidiaries with such firms and companies as required by their structure, to take over them in whole or in part, to buy their shares, and to sell the shares purchased, without prejudice to the provisions of the Capital Markets Law regarding the transfer of hidden income,	m) Concluding agreements with other firms and companies that pursue the same purpose in whole or in part in the field of business of the Company for the execution of this activity within the joint principles, not in the nature of investment services and activities; to implement these agreements, to establish subsidiaries with such firms and companies as required by their structure, to take over them in whole or in part, to buy their shares, and to sell the shares purchased, without prejudice to the provisions of the Capital Markets Law regarding the transfer of hidden income,
In the event that the Company buys back its own shares, it shall act in accordance with the Capital Markets Legislation and related legislation and necessary material event disclosures shall be made.	In the event that the Company buys back its own shares, it shall act in accordance with the Capital Markets Legislation and related legislation and necessary material event disclosures shall be made.
n) Without prejudice to the provisions of the Capital Markets Law on disguised profit transfer, to acquire, use, sell, transfer or grant licenses related to privileges, copyrights, trademarks, licenses, royalty rights and trade names that are related to the Company's activities and that are useful and necessary for these activities,	n) Without prejudice to the provisions of the Capital Markets Law on disguised profit transfer, to acquire, use, sell, transfer or grant licenses related to privileges, copyrights, trademarks, licenses, royalty rights and trade names that are related to the Company's activities and that are useful and necessary for these activities,
o) Pledging or mortgaging all kinds of real estates both for the company and for other persons, to accept mortgages on real estates belonging to others, to make all kinds of faithful transactions, to release the mortgage on all real estates mortgaged.	o) Pledging or mortgaging all kinds of real estates both for the company and for other persons, to accept mortgages on real estates belonging to others, to make all kinds of faithful transactions, to release the mortgage on all real estates mortgaged.
p) In order to achieve any of the Company's objectives, the Company may enter into short or long term loans, accept and endorse all kinds of commercial bills, pledge or mortgage the movable and immovable properties of the Company in order to ensure their payment,	p) In order to achieve any of the Company's objectives, the Company may enter into short or long term loans, accept and endorse all kinds of commercial bills, pledge or mortgage the movable and immovable properties of the Company in order to ensure their payment,
Provided that, the principles set forth in the capital markets legislation shall be complied with for the Company to provide guarantees, sureties, collaterals or establish pledge rights, including mortgages, on its own behalf and in favor of third parties, and the necessary disclosures required by the Capital Markets Board within the scope of special cases shall be made in order to enlighten investors in transactions to be made in favor of third parties.	Provided that, the principles set forth in the capital markets legislation shall be complied with for the Company to provide guarantees, sureties, collaterals or establish pledge rights, including mortgages, on its own behalf and in favor of third parties, and the necessary disclosures required by the Capital Markets Board within the scope of special cases shall be made in order to enlighten investors in transactions to be made in favor of third parties.
r) Owning, leasing or operating all kinds of transportation vehicles,	r) Owning, leasing or operating all kinds of transportation vehicles,
s) Performing all other transactions related to the objectives of the Company and to exercise all kinds of rights and powers granted to companies by law.	s) Performing all other transactions related to the objectives of the Company and to exercise all kinds of rights and powers granted to companies by law.
t) Leasing or acquiring stores, offices, facilities and warehouses abroad, including Free Zones. It may employ foreign personnel.	t) Leasing or acquiring stores, offices, facilities and warehouses abroad, including Free Zones. It may employ foreign personnel.
u) Provided that it obtains permission from the General Directorate of Free Zones, Foreign Investment and Services, it may become a partner in companies established in accordance with the provisions of the Law and legislation, cooperate with these partnerships and establish branches.	**u)** Provided that it obtains permission from the General Directorate of Free Zones, Foreign Investment and Services, it may become a partner in companies established in accordance with the provisions of the Law and legislation, cooperate with these partnerships and establish branches.
ü) With the permission of the General Directorate of Free Zones, Foreign Investment and Services, it may become a partner or participate in companies and organizations to be established or already established in the future in relation to the above-mentioned purposes and issues.	**ü)** With the permission of the General Directorate of Free Zones, Foreign Investment and Services, it may become a partner or participate in companies and organizations to be established or already established in the future in relation to the above-mentioned purposes and issues.
v) Provided that the necessary material event disclosures that do not contradict the Capital Markets legislation are made and the donations made during the year are presented to the shareholders at the general assembly and the upper limit of the donations to be made is determined by the general assembly, it may provide aid	v) Provided that the necessary material event disclosures that do not contradict the Capital Markets legislation are made and the donations made during the year are presented to the shareholders at the general assembly and the upper limit of the donations to be made is determined by the general assembly, it may provide aid and donations to foundations, associations, universities and similar organizations established for social purposes in a manner that does not hinder its own field of

and donations to foundations, associations, universities and similar organizations established for social purposes in a manner that does not hinder its own field of activity; it may become a member of associations and join foundations. Donations cannot be made in excess of the upper limit set by the General Assembly and donations made are added to the distributable profit base. The Capital Markets Board is authorized to set an upper limit on the amount of donations to be made. The Company may, by resolution of the General Assembly, engage in activities other than those listed herein, which are related to its field of activity or which it deems beneficial for its field of activity, provided that the necessary permissions are obtained from the Ministry of Commerce and the Capital Markets Board.	activity; it may become a member of associations and join foundations. Donations cannot be made in excess of the upper limit set by the General Assembly and donations made are added to the distributable profit base. The Capital Markets Board is authorized to set an upper limit on the amount of donations to be made. **y) In terms of non-fossil renewable energy resources such as hydroelectricity, wind, solar, geothermal, biomass, gas derived from biomass (including landfill gas), wave, current energy and tidal energy; to establish, take over, operate, lease, rent, lease or establish joint ventures with electrical energy generation companies to be established, to enter into a subsidiary relationship, to establish production units and facilities, all kinds of biological and chemical treatment facilities, waste recovery units (crane, elevator, salt, line, etc.).), storage units and facilities, to establish, take over, commission, lease, rent out or establish joint ventures with electrical energy generation companies to be established, to enter into a subsidiary relationship, to acquire permits, licenses, licenses, documents and privileges directly or through transfer in accordance with the relevant legislation regarding the electricity market that enables production and other fields of activity for these purposes, to take over and transfer existing facilities, to carry out domestic and foreign trade, To provide and receive all kinds of electrical and electronic engineering, mechanical engineering, civil engineering, architecture, environmental and computer engineering services required for the production and operation of the above-mentioned energy facilities, as well as consultancy services related to these fields, to provide and receive all kinds of electronic and electrical devices for the utilization of renewable and alternative energy sources such as solar, wind, river; instruments and software for measurement, protection, automation, remote monitoring and communication in high, medium and low voltage networks; instruments that transfer electrical energy obtained from renewable energy sources to all kinds of electrical networks and all kinds of electronic and electrical instruments related to the automation of these instruments; all kinds of power electronics systems such as frequency inverters, rectifiers, inverters, instruments and systems and software for remote monitoring and control of these systems and instruments; all kinds of batteries, fuel cells, all kinds of solar panels, production, sales, marketing, marketing, assembly, solar panel systems and similar energy storage technique instruments to produce, market, import and export,** **z- Selling the generated electrical energy and/or capacity to legal entities holding wholesale licenses, legal entities holding retail licenses and eligible consumers through agreements, To enter into an affiliate relationship with distribution companies established or to be established without creating control, engaging in activities related to the transmission, distribution, wholesale or retail sale, market operation, import and export of the generated electrical energy, establishing electricity storage units or facilities, to connect them to transmission or distribution systems, engaging in all kinds of commercial activities in relation to them, To legal entities holding sales licenses, supply companies, selling wholesale and retail sales of electrical energy or capacity through bilateral agreements to eligible consumers and persons with whom it has established private direct lines, constructing, leasing and renting storage, loading, unloading, natural gas and liquid gas facilities, pipelines related to energy resources to be used in electricity generation, providing electric energy to electric vehicles, establishing charging units and stations for this purpose, operating charging networks and stations**

	<u>connected to charging networks and to provide charging services, establishing and operating facilities for the disposal, recycling, storage and sorting of all kinds of wastes, obtaining relevant licenses and performing all kinds of commercial activities related to them.</u> The Company may, by resolution of the General Assembly, engage in activities other than those listed herein, which are related to its field of activity or which it deems beneficial for its field of activity, provided that the necessary permissions are obtained from the Ministry of Commerce and the Capital Markets Board.
Management and Board of Directors of the Company: **Article: 9** The affairs and management of the Company shall be conducted by a Board of Directors consisting of ~~9 (nine)~~ members to be elected by the General Assembly for a maximum term of 3 years in accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law. Four of the members are elected by the General Assembly from among the candidates to be proposed by Group A shareholders. The number and qualifications of the independent members of the Board of Directors are determined in accordance with the regulations of the Capital Markets Board on corporate governance. Members of the Board of Directors may be re-elected. In the event that a member nominated by Group A shareholders resigns from the Board of Directors for any reason whatsoever, Group A shareholders shall nominate a new Board member and the Board of Directors shall elect the said nominee as a member of the Board of Directors in accordance with Article 363 of the TCC, to be submitted to the next General Assembly for approval. The provisions of the relevant legislation shall apply to the formation, duties and working principles of the committees that the Board of Directors is obliged to establish within the scope of capital markets legislation, the Turkish Commercial Code and related legislation, and their relations with the Board of Directors.	**Management and Board of Directors of the Company:** **Article: 9** The business and management of the Company shall be conducted by a Board of Directors consisting of **<u>at least 7 (seven) and at most 9 (nine) members</u>** to be elected by the General Assembly for a maximum term of 3 years in accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law. Four of the members are elected by the General Assembly from among the candidates to be proposed by Group A shareholders. The number and qualifications of the independent members of the Board of Directors are determined in accordance with the regulations of the Capital Markets Board on corporate governance. Members of the Board of Directors may be re-elected. In the event that a member nominated by Group A shareholders resigns from the Board of Directors for any reason whatsoever, Group A shareholders shall nominate a new Board member and the Board of Directors shall elect the said nominee as a member of the Board of Directors in accordance with Article 363 of the TCC, to be submitted to the next General Assembly for approval. The provisions of the relevant legislation shall apply to the formation, duties and working principles of the committees that the Board of Directors is obliged to establish within the scope of capital markets legislation, the Turkish Commercial Code and related legislation, and their relations with the Board of Directors.