

KİMPUR

2025 ANNUAL REPORT

KİMTEKS POLİÜRETAN SANAYİ VE TİCARET A.Ş.

FOR THE PERIOD 01.01.2025 - 31.12.2025
ANNUAL REPORT



KİMPUR



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**(CONVENIENCE TRANSLATION OF
INDEPENDENT AUDITOR’S REPORT ON THE MANAGEMENT’S ANNUAL REPORT
ORIGINALLY ISSUED IN TURKISH)**

INDEPENDENT AUDITOR’S REPORT ON THE MANAGEMENT’S ANNUAL REPORT

To the General Assembly of Kimteks Poliüretan Sanayi ve Ticaret A.Ş.

1) Opinion

As we have audited the full set consolidated financial statements of Kimteks Poliüretan Sanayi ve Ticaret A.Ş. (“the Company”) and its subsidiaries (“the Group”) for the period between 01/01/2025–31/12/2025, we have also audited the annual report for the same period.

In our opinion, the consolidated financial information provided in the Management’s annual report and the Management’s discussions on the Group’s financial performance, are fairly presented in all material respects, and are consistent with the full set audited consolidated financial statements and the information obtained from our audit.

2) Basis for Opinion

We conducted our audit in accordance with the Standards on Independent Auditing (“SIA”) which is a part of Turkish Auditing Standards accepted by regulations of the Capital Markets Board and published by the Public Oversight Accounting and Auditing Standards Authority (“POA”). Our responsibility is disclosed under *Responsibilities of the Independent Auditor on the Independent Audit of the Annual Report* in detail. We are independent of the Company in accordance with the *Code of Ethics for Independent Auditors (including Independence Standards)* (“Code of Ethics”) published by the POA, as applicable to audits of financial statements of public interest entities, together with the ethical requirements included in the regulations of the Capital Markets Board and other regulations that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3) Auditor’s Opinion for the Full Set Consolidated Financial Statements

We have presented unqualified opinion for the Group’s full set consolidated financial statements for the period between 01/01/2025–31/12/2025 in our Auditor’s Report dated 11 March 2026.

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4) Management's Responsibility for the Annual Report

The Group's Management is responsible for the following in accordance with Article 514 and 516 of the Turkish Commercial Code No. 6102 ("TCC") and "Communiqué on Principles of Financial Reporting in Capital Markets" with No.14.1 of the Capital Markets Board ("the Communiqué"):

- a) Preparing the annual report within the three months following the reporting date and presenting it to the General Assembly,
- b) Preparing the annual report with the all respects of the Group's flow of operations for that year and the Group's consolidated financial performance accurately, completely, directly and fairly. In this report, the consolidated financial position is assessed in accordance with the consolidated financial statements. The Group's development and risks that the Group may probably face are also pointed out in this report. The Board of Director's evaluation on those matters are also stated in this report.
- c) The annual report also includes the matters stated below:
 - The significant events occurred in the Group's activities subsequent to the financial year ends,
 - The Group's research and development activities,
 - The compensation paid to key management personnel and members of Board of Directors including financial benefits such as salaries, bonuses and premiums, allowances, travelling, accommodation and representation expenses, in cash and kind facilities, insurances and other similar guarantees.

The Board of Directors also considers the secondary regulations prepared by the Ministry of Trade and related institutions while preparing the annual report.

5) Responsibilities of the Independent Auditor on the Independent Audit of the Annual Report

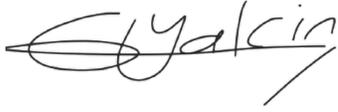
Our aim is to express an opinion and prepare a report about whether the Management's discussions and consolidated financial information in the annual report within the scope of the provisions of the TCC and the Communiqué are fairly presented and consistent with the information obtained from our audit.

5) Responsibilities of the Independent Auditor on the Independent Audit of the Annual Report(Cont'd)

We conducted our audit in accordance with the regulations of the Capital Markets Board and the SIA. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Management's discussions on the Group's financial performance, are fairly presented in all material respects, and are consistent with the full set audited consolidated financial statements and the information obtained from our audit.

The engagement partner on the audit resulting in this independent auditor's report is Gökhan Yalçın.

DRT BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK A.Ş.
Member of **DELOITTE TOUCHE TOHMATSU LIMITED**



Gökhan Yalçın
Partner

İstanbul, 11 March 2026

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1 BACKGROUND

Trade Name	KİMTEKS POLİÜRETAN SANAYİ VE TİCARET A.Ş.
Period of the Report	01.01.2025-31.12.2025
Authorized Share Capital	10.000.000.000
Paid-in Capital	486.200.000
Trade registry number	988994-0
Registered Office	İnkılap Mah. Dr. Adnan Büyükdeniz Cad. No:13 B Blok Kat:2 İç Kapı No:6 Ümraniye/İstanbul
Production Facilities:	Gebze: Gebze Plastikçiler Organize Sanayi Bölgesi İnönü Mah. Cumhuriyet Caddesi Balçık Yolu Üzeri 7. cadde No: 43 Gebze / Kocaeli Düzce: OSB, Yakabaşı Mevki, 1. Cadde No:12, 81850 Gümüşova/Düzce
Contact information	Phone +90 850 460 19 83 0 212 809 15 50 Fax 0 212 809 15 49
Website	www.kimpur.com

1.1 Board of Directors, Company Executives and Employees

1.1.1 Board of Directors

As of 31 December 2025, the Board of Directors is as set out below. The members of the Board of Directors were reappointed at the Ordinary General Assembly Meeting held on 3 May 2023.

NAME AND SURNAME	DUTY	TERM OF DUTY
Yuda Leon Mizrahi	Chairman of the Board	03.05.2023-03.05.2026
Cavidan Karaca	Vice President of the Board	03.05.2023-03.05.2026
İsak İzi Mizrahi	Board Member	03.05.2023-03.05.2026
Taç Kılavuz *	Independent Board Member	23.07.2025-03.05.2026
Mehmet Mete Başol	Independent Board Member	03.05.2023-03.05.2026

(* Following the resignation of Mr. Ömer Bakır, who was serving as an Independent Member of the Board of Directors, Ms. Taç Kılavuz was nominated as an Independent Board Member candidate to serve for the remainder of the term of office, pursuant to Article 363 of the Turkish Commercial Code and in accordance with the Corporate Governance Communiqué (II-17.1) and the Corporate Governance Principles of the Capital Markets Board, upon the recommendation of our Corporate Governance Committee and by resolution of the Board of Directors, and was submitted to the approval of the Capital Markets Board. The Capital Markets Board did not express any adverse opinion regarding the said independent board member candidate. Within this scope, Ms. Taç Kılavuz was approved as an Independent Member of the Board of Directors at the General Assembly held on 23 July 2025.

Yuda Leon Mizrahi – Chairman of the Board

Yuda Leon Mizrahi (born in 1957) graduated from the Department of Chemical Engineering, Bogazici University in 1980. Following the graduation, he worked in family companies, belonging to his father, in the production of plastic soles, and established, together with Salvo Özserfati, a company that trades and distributes artificial leather, rubber, coating and additives in 1983 (Kimteks Kimya). In 1985, he founded another company in the paint industry (Renkim) together with Salvo Özserfati and Lauren Margulies. In 2007, he became the founding partner of a real estate company (Ortak Gayrimenkul) and accomplished several real estate development projects.

In 2011, he established another real estate company (Dörtgen) as a family company. Apart from its own real estates, this was an umbrella company that owned shares of Kimteks Kimya, Renkim and Ortak Gayrimenkul. As a result of the demerger in 2015, Kimteks Kimya was replaced by Kimpur.

Yuda Leon Mizrahi runs his business life as the main partner of the issuer and one of the partners of Dörtgen, Kimteks Kimya and Ortak Gayrimenkul.

Cavidan Karaca – Vice President of the Board

Cavidan Karaca was born in 1970 in Konya-Akşehir. She graduated from the Department of Mechanical Engineering at the Middle East Technical University in 1992 and began her business life.

She worked as a production and planning engineer at Erkunt Sanayi A.S between 1992-1996, as a plastic tool production engineer at the refrigerator plant of Arçelik A.S. between 1996-1997, and as a purchasing manager at General Directorate of Arçelik A.S. between 1997-2001. She worked as a purchasing director at Omsan Lojistik A.S between 2001 and 2002. She became the founding partner of a consultancy company (Innovis Ticaret ve Danışmanlık A.S.) and provided management consultancy services to more than a hundred companies, mainly in production, tourism and other service industries between 2002 and 2014. During this period, she also worked as the general manager of Işık Plastik between 2002-2007.

Ms. Karaca began to work as a consultant at Kimteks Kimya Tekstil Ürünleri A.S. in 2014 and assigned as the CEO in 2015. Following the demerger of the issuer from Kimteks Kimya, she has been serving as the CEO and Vice President of the Board since the end of 2015.

Isak Izi Mizrahi – Board Member

He was born in 1984 in Istanbul. He studied Electrical and Computer Engineering at Carnegie Mellon University, Pittsburg, USA between 2002-2004. He completed the Industrial Engineering Department at Koc University between 2005-2008.

He began his career as a purchasing specialist at the American Hospital in 2008. In 2011, he continued to work as a production engineer at Kimteks Kimya.

Between 2012 and 2015, he worked as a business development manager at Dörtgen Gayrimenkul Yatırım ve Turizm A.S., which is also a family corporation. He has completed works and investments in the renovation and utilization of some real estates in the tourism industry.

From November 2015 until 05.10.2021, as a Member of the Board of Directors responsible for purchasing and foreign trade in a family-owned company that went public; he took part in the management of the procurement of all chemical raw materials and service items, new supplier and product research in international markets, fair participation, market research and supplier relationship management processes. He has been serving as a non-executive Board Member since 05.10.2021.

Taç Kılavuz – Independent Board Member

Born in 1972, Ms. Taç Kılavuz completed high school education at Cağaloğlu Anatolian High School and graduated from the Department of Industrial Engineering at Istanbul Technical University in 1995. She subsequently earned an MBA degree and a Master's degree in Industrial Engineering from Texas A&M University. During her studies in the United States, she also worked as a research assistant.

Ms. Kılavuz began her professional career at well-established banking institutions and banking affiliates such as Garanti Bank and İş Venture Capital, where she focused on Corporate Strategy, business development, and M&A. As of 2005, she held positions at industrial manufacturing companies including Assan Aluminium, Akkök Holding, Akkim Chemicals, and Organik Kimya, concentrating on finance and accounting as well as strategic planning, business development, M&A, and post-merger integration. For the past 15 years, she has served as Executive Vice President responsible for Financial Affairs.

Mehmet Mete Başol – Independent Board Member

Mr. Basol (Born in 1957) graduated from Arizona State University, BSc Economics, and started his career in 1984 at Interbank, in the Medium-Term Loans Department, in various investment projects. He performed economic evaluations in these projects and prepared industry reports. He was assigned as the Treasury, Fund Management and

Foreign Relations Manager at the investment bank, Türk Merchant Bank, which was established in 1988 as a partnership of Bankers Trust Co. Newyork and T. İş Bankası. In 1992, he assumed responsibility of the capital markets group as Assistant General Manager. In 1995, following the acquisition of the bank by the Bankers Trust, he was elected as a member of the board of directors and credit committee. He assumed the position of chairman of the board of directors and general manager of the bank (operating by the name of Bankers Trust A.S. between 1997 and 1999 and Deutsche Bank A.S. between 1999 and 2001).

Between 2001 and 2003, he joined the public banks joint board of directors (T.C. Ziraat Bankası A.S., Türkiye Halk Bankası A.S., T. Emlak Bankası A.S.). Following this duty, he established a financial consultancy company (Tridea Finansal Danışmanlık Hizmetleri Ltd. Şti.) with two partners and provided financial and administrative consultancy services to SMEs. After 2009, he continued his consultancy services under his own private company. He served as a member of the board of directors of Galatasaray Sportif A.Ş. (2011-2012), Türkiye İş Bankası A.Ş. (2011-2014), Dedeman Holding A.Ş. (2008-2014) and Dedeman Turizm Otelcilik Yatırım A.Ş. (2012-2014).

He served as the independent board member, chairman of the audit committee and a member of the corporate management committee at Coca-Cola İçecek A.Ş. (2012-2018) and Anadolu Efes Biracılık ve Malt Sanayi A.Ş. (2012-2018). He also served as a member of the board of directors and chairman of the risk committee, representing the minority shareholder Partners Group of Enerji Yatırım Holding A.Ş. (2014-2021), Enerya Gaz Dağıtım A.Ş. (2014-2021), Enerya Gaz Ticaret A.Ş. (2014-2021). He was an independent member of the Board of Directors of Sabancı Holding A.S. (2018-2021) and chaired the audit and risk committee. Currently, Nurol Yatırım Bankası A.Ş. Board Member (2014) and Dardanel Önentaş Gıda Sanayi A.Ş. (2022) serve as independent board members and are members of the risk early detection committee, audit committee and corporate governance committee.

1.1.2. Authorities and Limits of Board Members and Senior Executives

The Board Members and Senior Executives represent and manage the company with their authorities specified in the relevant articles of the Turkish Commercial Code and the Company's Articles of Association and with the internal directive of the Board of Directors No. 13 dated 03.08.2021.

1.1.3 Committees of the Board of Directors

In compliance with the 'Corporate Governance Communiqué' issued by the Capital Markets Board, committees have been reconstituted with the Board Resolution dated May 3, 2023, numbered 13.

Audit Committee

The Audit Committee oversees the company's accounting system, public disclosure of financial information, independent auditing, and the operation and effectiveness of the company's internal control and internal audit system. The audit committee supervises the selection of the independent audit company, the preparation of independent audit contracts, the initiation of the independent audit process, and the progress of the independent audit company at every stage. The meetings of audit committees are held at least four times a year, at least once every three months, and the results are recorded in the minutes and presented to the Board of Directors. The resolutions taken at the meetings are put into writing, signed and archived by the Committee members. The Audit Committee notifies the Board of Directors in writing about the findings and suggestions regarding their own duties and responsibilities.

Throughout the period from 1 January 2025 to 31 December 2025, the Committee held five (5) meetings and reported to the Board of Directors. All decisions were taken unanimously.

NAME & SURNAME	DUTY	INDEPENDENCE STATUS
Mehmet Mete Başol	Head of the Audit Committee	Independent Member
Taç Kılavuz	Member	Independent Member

Early Risk Detection Committee

The Early Detection of Risk Committee is responsible for submitting recommendations and advice to the Board of Directors regarding the identification and definition of strategic, financial, operational risks and opportunities that may affect the Company's activities; the assessment and prioritization of their impact and likelihood; their monitoring

and review; and the management and reporting of such risks and opportunities in line with the Company’s risk profile, ensuring that they are taken into consideration in decision-making processes. The Committee convenes at least three times a year and adopts its resolutions unanimously by the members present. The resolutions adopted at Committee meetings are put into writing, signed by the Committee members, and archived.

During the period between 1 January 2025 and 31 December 2025, the Committee convened six (6) times and reported to the Board of Directors. All resolutions were adopted unanimously.

NAME & SURNAME	DUTY	INDEPENDENCE STATUS
Mehmet Mete Başol	Head of Early Risk Detection Committee	Independent Member
İsak İzi Mizrahi	Member	Not Independent Member

Corporate Governance Committee

The Corporate Governance Committee is responsible for determining whether the corporate governance principles are implemented within the Company and, if not, identifying the reasons thereof and any conflicts of interest arising from non-compliance with such principles; submitting recommendations to the Board of Directors to improve corporate governance practices; and overseeing the activities of the Investor Relations Department.

In accordance with the regulations of the Capital Markets Board, the Committee also assumes the duties of the Nomination Committee and the Remuneration Committee. As a principle, the Committee convenes three times a year and, when deemed necessary, without waiting for this period, and adopts its resolutions unanimously by the members present. The resolutions adopted at the meetings are put into writing, signed by the Committee members, and archived.

Pursuant to Article 11 of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board, the Company has established an Investor Relations Department to fulfill its obligations arising from capital markets legislation. An Investor Relations Manager has been appointed to report directly to the General Manager and to submit a report to the Board of Directors at least once a year regarding the activities carried out. The Investor Relations Manager also serves as a member of the Corporate Governance Committee.

During the period between 1 January 2025 and 31 December 2025, the Committee convened five (5) times and reported to the Board of Directors. All resolutions were adopted unanimously.

NAME & SURNAME	DUTY	INDEPENDENCE STATUS
Taç Kılavuz	Head of Corporate Governance Committee	Independent Member
İsak İzi Mizrahi	Member	Not Independent Member
Emine Erbaş	Member	Investor Relations Manager

Sustainability Committee

The Sustainability Committee is established and authorized with the approval of the Board of Directors to ensure that the Company’s sustainability activities are managed at a strategic level. The Committee operates as a key structure integrating the Company’s sustainability approach into corporate decision-making mechanisms.

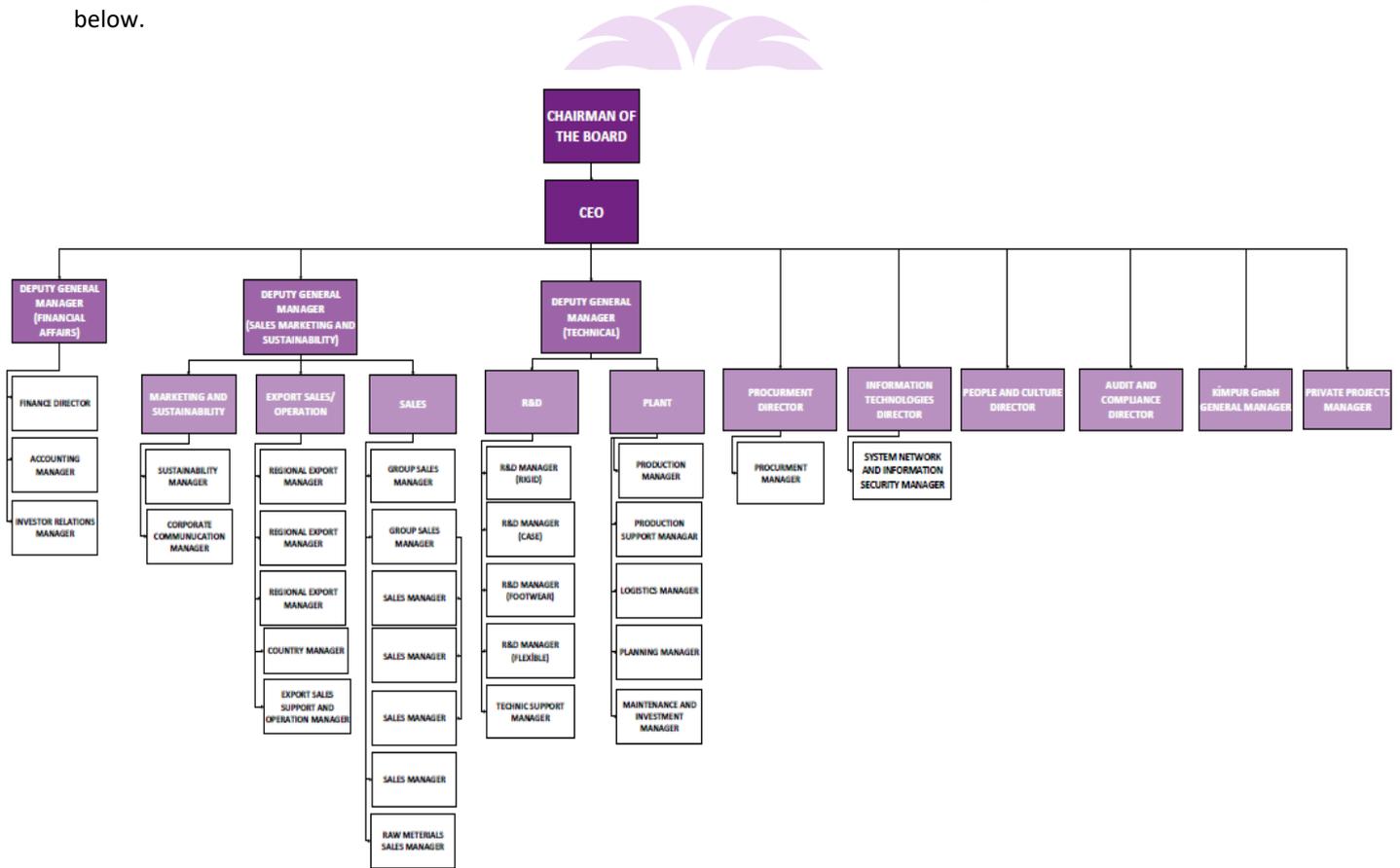
The Committee consists of at least three (3) members and is chaired by the CEO, who is also a member of the Board of Directors. It operates with a multidisciplinary structure through the participation of senior executives representing different functions. The Committee convenes regularly at least four (4) times a year, on a quarterly basis, with the absolute majority of its members, and adopts its resolutions by the majority of those present at the meeting. The resolutions adopted at Committee meetings are documented in writing and recorded together with the meeting date, agenda, and participant information, and are duly archived. The resolutions adopted and developments regarding sustainability performance are regularly reported to the Board of Directors by the CEO in his/her capacity as Chair of the Committee.

During the period between 1 January 2025 and 31 December 2025, the Committee convened four (4) times and reported to the Board of Directors. All resolutions were adopted unanimously.

NAME & SURNAME	DUTY	INDEPENDENCE STATUS
Cavidan KARACA	Head of Sustainability Committee	Not Independent Member
Kadir Tuncay HALAT	Member	-
İlker DURUKAN	Member	-
Derya ESNAF	Member	-
Mustafa ÖZYILMAZ	Member	-
Türker TUNCER	Member	-
Hüsna YAŞAR	Member	-
Niyazi TEKİNDAĞ	Member	-
Makbule AYDUR	Member	-
Nazif Tuğrul KÖSTENCE	Member	-

1.1.4 Information on Employees and the Company’s Organizational Structure

As of 31 December 2025, the Company employed a total of 319 personnel, and the organizational chart is presented below.





1.1.5 Number of Meetings of the Board of Directors and Participation of Members during the Period

The Company's Board of Directors held 19 meetings during the period between 1 January 2025 and 31 December 2025. The average attendance rate of the members of the Board of Directors at these meetings was 78.3%.

1.1.6 Duties of the Members of the Board of Directors and Managers Outside the Company

As of 31 December 2025, the duties and positions held by the members of the Company's Board of Directors and executives outside the Company are presented in the table below.

Name & Surname	Company	Duty	Active Status	Capital Share		
				Amount	Currency	(%)
Yuda Leon Mizrahi	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Chairman of the Board	Active	166.173.367	TL	34,18%
	Dörtgen Gayrimenkul Yatırım ve Turizm A.Ş.	Chairman of the Board	Active	None	-	None
	MIZ Gayrimenkul A.Ş.	Chairman of the Board	Active	None	-	None
	Kimplast Granül Sanayi ve Ticaret A.Ş.	Chairman of the Board	Active	None	-	None
	Mizrahi Investment Malta	Chairman of the Board	Active	None	-	None
	Lion Heart Holdings	Chairman of the Board	Active	2.500	GBP	5%
	Kimpur Europe	Chairman of the Board	Active	None	-	None
	Kimpur UK Limited	Chairman of the Board	Active	None	-	None
	Galilean Moons Ltd.	Shareholder	Active	3.000	EUR	30%
Cavidan Karaca	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Vice President of the Board	Active	None	-	None
	İnnovis Ticaret ve Danışmanlık A.Ş.	Chairman of the Board	Active	500.000	TL	50%
	Kimplast Granül Sanayi ve Ticaret A.Ş.	Vice President of the Board	Active	None	-	None
	Mizrahi One Uk	Shareholder	Active	200.000	GBP	10%
	Kimpur Europe	Vice President of the Board	Active	None	-	None
	Dörtgen Uk Limited	Shareholder	Active	200.000	GBP	10%
İsak İzi Mizrahi	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Board Member	Active	38.182.760	TL	7,85%

	Dörtgen Gayrimenkul Yatırım ve Turizm A.Ş.	Vice President of the Board	Active	3.192.777	TL	15%
	Oniki Han Gayrimenkul Kiralama Limited Şirketi	Owner	Active	120.000	TL	100%
	Mizrahi Investment Portugal Lda	Director	Active	None	-	None
	Lion Heart Holdings	Shareholder	Active	21.750	GBP	43,5%
	Galilean Moons Ltd.	Shareholder and Director	Active	3.500	EUR	%35
Mehmet Mete Başol	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Independent Board Member	Active	None	-	None
	Nurol Yatırım Bankası A.Ş.	Board Member	Active	None	-	None
	Dardanel Önentaş Gıda Sanayi A.Ş.	Independent Board Member	Active	None	-	None
Taç Kılavuz	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Independent Board Member	Active	None	-	None
	Saran Holding A.Ş.	Group CFO	Active	None	-	None
Kadir Tuncay Halat	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Deputy General Manager for Sales, Marketing and Sustainability	Active	None	-	None
Mustafa Özyılmaz	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Deputy General Manager for Technical	Active	None	-	None
Niyazi Tekindağ	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Finance Director	Active	None	-	None
Nazif Tuğrul Köstence	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Information Technologies Director	Active	None	-	None
Hüsna Yaşar	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Procurement Director	Active	None	-	None
Türker Tuncer	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	People and Culture Director	Active	None	-	None
Makbule Aydur	Kimteks Poliüretan Sanayi ve Ticaret A.Ş.	Audit and Compliance Director	Active	None	-	None

1.2 Company's Capital, Shareholding Structure and Privileged Shares

1.2.1 Share Capital

The Company's paid-in / issued capital amounts to TRY 486,200,000.

1.2.2 Shareholding Structure

Name / Trade Name of the Shareholder	Share in Capital (TL)	Share in Capital (%)	Voting Rights (%)
Yuda Leon Mizrahi	166.173.367	34,18	53,61
Etel Sason	49.423.780	10,17	4,87
Beti Mizrahi Sunderland	38.182.760	7,85	3,76
İsak İzi Mizrahi	38.182.760	7,85	12,52
Salvo Özserfati	35.420.000	7,29	3,49
İnnovis Ticaret Ve Danışmanlık A.Ş.	28.535.864	5,87	8,90
Free Float	130.281.469	26,79	12,84
Total	486.200.000	100,00	100,00

1.2.3 Privileged Shares

The Company's issued capital of TRY 486,200,000 is divided into 486,200,000 shares, each with a nominal value of TRY 1. Of these shares, 132,000,000 are registered (Group A) shares and 354,200,000 are bearer (Group B) shares. Provided that Group A shares represent at least 10% (inclusive) of the Company's issued capital, Group A shares are granted the privilege to nominate candidates to the Board of Directors and voting privileges at the General Assembly.

At ordinary and extraordinary General Assembly meetings, each Group A share held or represented shall carry five (5) voting rights, whereas each Group B share held or represented shall carry one (1) voting right. Group B shares do not carry any privileges. The privileges attached to the privileged shares are specified in the relevant provisions of the Articles of Association.

1.3 The Company's Direct or Indirect Subsidiaries and Shareholding Ratios

Title	Country of Establishment	Activity	Participation Type	Affiliate / Subsidiary	Participation share	Capital
Kimplast Granül Sanayi ve Ticaret A.Ş.	Türkiye	Wholesale of Rubbers and Plastics in Primary Forms (Ethylene, Styrene, Vinyl Chloride, Acrylic, etc.) Synthetic and Reclaimed Rubbers in Primary Form with Polymers)	Directly	Subsidiary	65,00%	9.612.740 TL
Kimpur Rus ve Cis Limited Company	Russia	Chemicals Trade and Agency Activities	Directly	Subsidiary	100%	3.000.000 RUB
Kimpur International Trading Limited	Malta	Chemicals Trade and Agency Activities	Directly	Subsidiary	100%	100.000 EURO
SIA Kimpur Europe	Latvia	Chemicals Trade and Agency Activities	Directly	Subsidiary	74,99%	802.800 EURO
Kimpur Germany GmbH	Germany	Chemical Substance Trade, Agency, Market Development, and Marketing Activities	Directly	Subsidiary	100%	25.000 EURO
Kimpur UK Limited	United Kingdom	Chemical Substance Trade, Agency, Market Development, and Marketing Activities	Directly	Subsidiary	100%	100 GBP

Kimpur USA Corp.	ABD	Chemicals Trade and Agency Activities	Directly	Subsidiary	100%	10.000 USD
Aknet Eva Granül Sanayi ve Ticaret Anonim Şirketi	Türkiye	Production, import, export, wholesale, and retail trade activities across a wide range of sectors, primarily including EVA, granules, plastics, and chemical materials.	Directly	Affiliate	%20	1.000.000 TL

2 FINANCIAL RIGHTS OF MEMBERS OF THE BOARD OF DIRECTORS AND SENIOR EXECUTIVES

During the period between 1 January 2025 and 31 December 2025, the total amount of remuneration paid to the members of the Board of Directors and senior executives amounted to TRY 147.883.444.

3 COMPANY ACTIVITIES AND IMPORTANT DEVELOPMENTS REGARDING ACTIVITIES

3.1 Main Areas of Activities

Being of the manufacturers of polyurethane systems in Türkiye, the company continues to provide uncommon solutions for customers thanks to its investments on R&D and technology.

The products produced by the company are defined as “polyurethane systems”. It supplies raw materials in “liquid form” to the following industries. Polyurethane systems consisting of 3 or more components are shipped to customers as liquids in drums, tankers or IBC packages. The customer mixes the liquid raw materials during the process, and the process using blowing gases gives polyurethane foam in different forms.

Polyurethanes are polymers formed by the reaction of polyols containing OH group and isocyanates containing NCO group. However, polyurethane systems are commonly considered as special solutions shaped as a result of customer demands and expectations together with know-how, experience and simulation techniques. These customer demands may vary with each other such as densities that provide cost advantage, different hardness demands, demolding at a certain speed, cell structure, very good adhesion to surfaces or not, hydrolysis resistance, dimensional stability, antistatic properties, flexibility, different colors and appearances. These systems are recommended and produced for the polyurethane industry, from single-component products to 4-5-component products, as follows.



Rigid Foam Systems

- Two-component rigid foam systems for insulation for panels and white appliances;
 1. The primary component is a physical mixture of polyether polyols, called Polymix, catalyst, surfactant, water and/or blowing agents.
 2. The secondary component is Polymeric MDI, supplied from global suppliers and offered to customers as a component of the system.
- Rigid foam systems consisting of 4–5 components for insulation purposes in the insulation panel industry.
 1. The primary component is a physical mixture of polyether polyols, called Polymix, catalyst, surfactant, water and/or blowing agents.
 2. The secondary component is a mixture of performance additives called additives. They are processed in the same process as polymix.
 3. The third component is a mixture of special catalysts and processed in the same process as the polymix.
 4. The fourth component is Polymeric MDI, supplied from global suppliers and offered to customers as a component of the system.
 5. Other

In 2025, the total sales of rigid (foam) systems amounted to approximately 81.2 thousand tons, while domestic sales were approximately 49.1 thousand tons.

Polyurethane systems for the Footwear and Slippers industry

These are 3-component polyester systems.

1. The primary component is Polyester Polyol and/or Polyester Polyol blends.
2. The secondary component is the physical mixtures of glycols (called Crosslinker), catalyst, surfactant, performance additives and water.
3. The third component is the prepolymers formed due to the reaction of Polyester Polyols and MDIs.

In 2025, the total sales of footwear systems amounted to approximately 28.7 thousand tons, while domestic sales were approximately 19 thousand tons.

Flexible foam systems

For the automotive and office furniture industries;

1. The primary component is a physical mixture of polyether polyols, called Polymix, catalyst, surfactant, water and/or blowing agents.

2. The secondary component is the prepolymers formed due to the reaction of polyether polyols and MDIs called Prepolymers.

In 2025, the total sales of flexible (foam) systems were approximately 9.3 thousand tons, while domestic sales amounted to approximately 7.4 thousand tons.

Case -Adhesive, Binders - Moisture-curing one-component prepolymers

Polieter Polyoller ve MDI'ların reaksiyon sonucu oluşan ön polimerleridir.

Including sales in polyester, case, raw materials, and other product groups, Kimpur achieved total sales of approximately 143.7 thousand tons in 2025. About 36.4% of these sales consisted of exports and export-registered sales.

3.2 Research and Development Activities

Our company is committed to R&D activities, supported by investments in technological infrastructure and human resources. R&D focuses on developing new products, improving the price-performance ratio of existing products, and creating new products and applications that guide our customers in addressing unmet needs.

We are one of the companies in the polyurethane sector with an advanced laboratory infrastructure, employing 33 researchers and technicians, each specialized in their respective fields. Among them are 2 PhDs, 8 Master's degree holders, 15 Bachelor's degree holders, 7 associate degree holders, and 2 vocational high school graduates.

The primary principle of our company is to ensure customer satisfaction. Through the products we develop, we support our customers and enhance their competitiveness, especially in domestic and international markets. To this end, our laboratories use technological investments to simulate our customers' production processes and design the most suitable products for them.

The R&D team is primarily divided into three main groups according to product lines. The group focused on the footwear sector develops raw materials for all types of products, including soles, slippers, boots, etc. In the construction and refrigeration sectors, all products for insulation purposes are developed by the Rigid division. For the automotive, furniture, and various other industries, the Flexible and Case divisions handle product development.

Chemically, the company's products can be classified into three main groups: polyester, polymix, and prepolymer. The company is among the leading producers of polyester in Türkiye within its sector. Its developed polyester polyols are used both as intermediates in products and are also directly sold to domestic and international markets. Polymix products consist of blends of various raw materials, tailored to meet the needs of customers across different industries. For the production of polyurethane materials, the company also manufactures prepolymers, which are its own developed mixtures or reaction products, providing the necessary isocyanates.

The R&D team is capable of conducting all critical tests required on the customer side for the products it develops, in-house and in compliance with standards. The company's laboratories are equipped with the necessary devices to meet customer needs and requirements. All mechanical and physical properties of the materials are measured, ensuring the criteria for customer satisfaction are met.

Due to the company's strong commitment to environmental and human health, eco-friendlier raw materials are always prioritized in product design. Numerous projects have been successfully implemented for this purpose. For example, a recent TÜBİTAK project aimed at developing halogen-free products, titled "170106 – Development of Alternative Blowing Agent Systems to Replace Halogen-Containing Blowing Agents such as 141b, 365/227, 245fa for Polyurethane Systems", was successfully completed, and the resulting products have been incorporated into the company's product range. Bu projelerden biri olan "Stiren Polimerizasyonu ile Polimerik Poliester Eldesi" adlı proje Sanayi ve Teknoloji Bakanlığı tarafından ithal ikamesi bir ürün olduğu (Türkiye'de üretilmediği) için, yatırım teşvikiyle ödüllendirilmiştir.

Polymeric Polyester Polyols are a crucial raw material with extensive applications in footwear systems, enhancing product performance. Through a project supported at 80% under the "Strategic Investment Incentives" by the Ministry of Industry and Technology, the investment was completed in 2019, enabling the use of this previously 100% imported

raw material in our own production. Sales to other domestic and international system houses have also begun, significantly contributing to the national economy.

One of R&D's key strategies is to develop products using sustainable and local resources. In all ongoing projects, the use of domestic resources is always maximized. Suppliers are closely monitored to reduce dependency on imported raw materials and to create alternative sources.

As a result of these capabilities and successful efforts, the company was granted the status of an R&D Center by the Ministry of Industry and Technology in 2017. The company continues its projects with its own resources and the support of the Ministry, increasing both its product range and customer base year by year. With this strength, it is enhancing its potential and market share in both domestic and international markets.

As of December 31, 2025, the Kimpur R&D Center has 33 employees with an average industry experience of approximately 12 years.

Since obtaining the R&D Center Certificate, 7 TEYDEB projects have been completed, one of which was awarded an investment incentive by the Ministry of Industry and Technology. Since the establishment of the R&D Center, 66 R&D Center projects have been completed, and 11 projects are currently ongoing. In 2024, one project was accepted under the Eurostars-3 Program Cut-off 5 (2023/2), and in 2025, two European Union project applications were submitted.

Within its R&D activities, the company collaborates with various universities and private sector firms. One Eurostars project has been accepted. Additionally, European Union projects have been incorporated into the company's strategic plans, and efforts in this area have been accelerated.

Kimpur has consistently been among Türkiye's top 250 companies in R&D expenditures in 2019, 2020, 2021, 2022, 2023, and 2024. (<https://turkishtimedergi.com/ar-ge-250/>)

R&D Strategies

- To increase the number and quality of R&D Center personnel,
- To increase university-industry cooperation and to follow basic researches in our field,
- To carry out joint R&D projects with customers and suppliers,
- To benefit more effectively from national and international R&D support programs and to increase the number of our projects,
- To strengthen qualified personnel and infrastructure for application and simulation processes,
- To develop new and innovative products in the international market,
- To develop joint projects with companies and institutes abroad,
- To develop alternative domestic products to all imported products in the domestic market,
- To develop environmentally friendly and economical products that will increase our competitiveness with global players,
- To develop products that not only meet the needs of the market, but also shape the market, in order to be one of the global players among polyurethane system manufacturers,
- To be one of the leading companies serving in the Defense Industry sector,
- To establish a Polyester Polyol unit and become one of the leading players in this field in the Turkish and Global markets.

3.3 Important Developments in the Company's Activities During the Period

- On 02.01.2025, by resolution of the Board of Directors, Mr. Alberto Mercati was appointed as Board Advisor, effective as of 2 January 2025.
- On 08.01.2025, our Company entered into a collaboration with Aluform Pekintaş, one of the leading companies in sandwich panel production, to develop domestic and innovative solutions for the defense industry. Within the scope of this cooperation, insulated sandwich panels with antiblast and bulletproof properties were produced for border security, military facilities, strategic installations, and guard towers.

- On 21.01.2025, the transfer of polyurethane system production facilities and equipment from Ravago to Kimpur's Düzce plant was successfully completed. Following this transfer, production trials began, and the first production was carried out using the Exproof reactor transferred from Ravago. Within the scope of trial production, the KIMrigid® Sandwich Panel System and KIMcool® Refrigerator System were successfully manufactured. In addition, improvements in reactor line diameters and pump capacities enhanced the efficiency and speed of production processes.
- On 22.01.2025, our Company's application to the Capital Markets Board regarding the extension of the registered capital ceiling term and the increase of the registered capital ceiling was approved by the Board's letter dated 24/01/2025 and numbered E-29833736-110.04.04-66786.
- On 06.02.2025, as part of the amendment to Article 6 "Capital" of the Company's Articles of Association, our application to obtain the necessary approvals for the increase and extension of the registered capital ceiling was approved by the Ministry of Trade of the Republic of Türkiye with letter dated 03/02/2025 and numbered E-50035491-431.02-00105799374.
- On 07.03.2025, within the scope of the strategic cooperation agreement with Ravago Petrokimya A.Ş. (Ravago), and in line with the Company's strategy to increase production capacity and strengthen production infrastructure, the commissioning process of all reactors transferred from Ravago to the Düzce Production Facility was completed. To ensure uninterrupted production, all auxiliary facility infrastructure components were integrated, backup systems were established, and production processes were controlled via automation systems. This process increased energy efficiency, ensured production continuity, and enhanced operational reliability.
- On 02.04.2025, the Board of Directors accepted the resignation of Mr. Ömer Bakır from his Independent Board Membership, and consequently from his roles as Audit Committee Member and Chairman of the Corporate Governance Committee, due to personal reasons. It was decided that the vacant independent board membership would be filled as soon as possible in accordance with Article 363 of the Turkish Commercial Code (TCC) to complete the remaining term and to be submitted for approval at the next General Assembly.
- On 11.04.2025, our Board of Directors unanimously resolved to appoint Mr. Taç Kılavuz as the Independent Board Member Candidate to serve for the remainder of the term of the resigned independent board member, to submit the nomination to the Capital Markets Board for approval, and, following receipt of the Board's approval, to present the appointment for shareholder approval at the next General Assembly.
- On 14.04.2025, our Company decided to establish a new company under the title Aknet Eva Granül Sanayi ve Ticaret Anonim Şirketi with a capital of TRY 1,000,000, in order to conduct production, import, export, wholesale, and retail activities in various sectors, primarily EVA, granules, plastics, and chemicals, in the Gaziantep Başpınar Organized Industrial Zone. Our Company will participate in the capital of the newly established company with a 20% equity stake, becoming a corporate partner. The necessary procedures for the company's establishment were initiated and completed on 26.05.2025.
- On 16.04.2025, our Company was awarded the IATF 16949:2016 certification, the international quality management system standard for the automotive sector. This certification officially demonstrates that our production processes comply with the high-quality standards of the automotive industry, reflecting a customer-focused quality approach, disciplined production, and sufficient production capacity.
- On 28.04.2025, regarding the independent board membership vacated by resignation, no negative opinion was issued by the Capital Markets Board (CMB) for Mr. Taç Kılavuz, who was nominated to serve for the remainder of the term until the next Ordinary General Assembly.
- On 26.05.2025, our Company achieved significant recognition at the "Stars of Export Award Ceremony" organized by the Istanbul Chemicals and Chemical Products Exporters' Association (İKMİB). Based on our 2024 export performance, Kimpur was awarded first place in the "Other Plastic Raw Materials" category.

- On 29.05.2025, the Corporate Governance Compliance Assessment Agreement between our Company and SAHA Corporate Governance and Credit Rating Services Inc. was renewed for one year.
- On 01.07.2025, our Company commenced the production of recycled-content polyester polyols at the Düzce production facility, using raw materials obtained from the chemical recycling of post-consumer PET (polyethylene terephthalate) bottles. In this polyol solution, part of the traditional fossil-based raw materials is replaced with chemically recycled PET sources. Initially, the product was planned for use in rigid polyurethane foam systems for sandwich panel production. Technical trials demonstrated that this recycled-content solution could be integrated into production processes without any performance loss.
- The 2024 Ordinary General Assembly of our Company was held on 23.07.2025 at 14:00 at İnkılap Mah. Dr. Adnan Büyükdeniz Cad. No:13, B Block, Floor:2, Interior Door No:6, 34768 Ümraniye/Istanbul. Decisions taken at the meeting were registered with the Istanbul Trade Registry Office on 05.08.2025 and published in the Turkish Trade Registry Gazette No. 11387 on 06.08.2025. All information regarding the General Assembly is available on our corporate website under “Investor Relations > General Assembly Information” and on the Public Disclosure Platform (KAP) at <https://www.kap.org.tr/tr/Bildirim/1465812>.
- At the Ordinary General Assembly held on 23.07.2025, in accordance with the principles set out in the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362, it was decided to appoint DRT Independent Audit and Certified Public Accounting Inc. for:
 - the audit of the financial reports for the 2025 fiscal year, and
 - conducting mandatory sustainability assurance audits and other related activities, including independent auditing of sustainability reports prepared in accordance with the Türkiye Sustainability Reporting Standards (TSRS), provided the firm is authorized by the Public Oversight, Accounting and Auditing Standards Authority (KGK) to conduct sustainability audits for 2024 and 2025. This decision was registered on 05.08.2025 and published in the Turkish Trade Registry Gazette on 06.08.2025.
- On 21.08.2025, our Company published its first sustainability report, prepared in line with the Türkiye Sustainability Reporting Standards (TSRS), on the corporate website and the Public Disclosure Platform (KAP). The report includes our sustainability strategies, climate change risk and opportunity assessments, and scenario analyses.
- On 22.08.2025, as a result of activities and improvements in our Company’s corporate governance practices, the Corporate Governance Rating Report prepared by SAHA Corporate Governance and Credit Rating Services Inc. revised our existing rating to 9.38 (93.81).
- On 29.08.2025, our Company received an order for 4,500 tons of additional polyurethane systems for our Rigid product portfolio from one of the leading companies in the sector. The order is expected to contribute approximately TRY 450 million to our Company’s revenue. All shipments for this order are planned to be completed during September–October 2025.
- On 04.09.2025, in accordance with Article 4.2.8 of the Capital Markets Board Corporate Governance Communiqué, the existing Management Liability Insurance for our Board Members and Senior Executives was renewed with a coverage amount exceeding 25% of the Company’s capital.
- In our KAP disclosure dated 21.03.2025, it was announced that our Company was included in the Turquality Brand Support Program conducted by the Ministry of Trade of the Republic of Türkiye, which supports Türkiye’s branding process. It was highlighted that the incentives provided under the Turquality Program are expected to enhance our Company’s competitiveness in international markets, strengthen brand awareness, and contribute to sustainable growth by improving operational efficiency. On 23.10.2025, our development roadmap report submitted to the Ministry of Trade for the Turquality Program was approved, granting our Company the right to submit all expenditures evaluated under the program for approval via the official system.

- In our KAP disclosure dated 21.11.2024, it was announced that our Company was assessed by EcoVadis, the international sustainability rating platform that evaluates over 150,000 companies across 250+ industry groups in 185 countries based on criteria including environmental performance, ethics, human rights, and sustainable supply chain management. Our Company had previously been awarded the EcoVadis Silver Medal, ranking in the top 13% of the sector. In 2025, our Company was reassessed by EcoVadis and improved its performance, rising to the top 4% of the sector and earning the Gold Medal, as announced in our KAP disclosure dated 07.11.2025.
- On 10.12.2025, our Company collaborated with Aluform Pekintaş, one of the leading sandwich panel producers in Türkiye, to develop next-generation sandwich panel solutions that minimize environmental impact and support sustainable production. The sandwich panel systems developed through this collaboration enable higher energy efficiency, lower carbon emissions, and thinner panel production for industrial and construction applications. In this context, our Company incorporated bio-based raw materials and next-generation blowing agents in polyurethane system production to reduce environmental impact and improve sustainability performance throughout the product lifecycle, resulting in the production of two environmentally friendly sandwich panel systems.
- On 29.12.2025, the credit rating agency JCR Eurasia Rating Co., Ltd. (JCR) assigned our Company a long-term national corporate credit rating of “A+” (tr) and a short-term national corporate credit rating of “J1” (tr), with a stable outlook. JCR also assigned our Company a long-term international foreign currency and long-term international local currency corporate credit rating of “BB”, with a stable outlook.

4 INCENTIVES AND SUPPORT PROGRAMS UTILIZED BY THE COMPANY

The company has an R&D Center certified by the Ministry of Industry and Technology of the Republic of Türkiye and benefits from the incentives within this scope. As an R&D Center, the company is entitled to tax advantages under Article 10/1-a of the Corporate Tax Law (KVK), including deductions from the corporate tax base for R&D expenditures, support for income tax withholding deductions, and Social Security Institution (SGK) contribution reductions, if it generates taxable income.

To support its R&D projects, the company implements TEYDEB projects under the TÜBİTAK Technology and Innovation Support Programs Directorate, which provide cash support benefits. Additionally, for investments aimed at expanding its current production facilities, the company holds “Medium and High Technology Investments” and 4th Region Incentive Certificates, which provide corporate tax deductions, VAT advantages, and SGK contribution reductions.

The Company is considered a compliant taxpayer as it meets the requirements for the “5% Tax Discount for Tax-Compliant Taxpayers” and has benefited from cash tax support between 2019 and 2025. The Company also benefited from tax incentives for 2025 and will continue to benefit from these incentives in 2026.

In addition to the existing investment incentive certificates provided by the Ministry of Industry and Technology of the Republic of Türkiye, in 2025 the company became eligible for support under the Turquality Brand Support Program, implemented by the Ministry of Industry and Commerce, as part of export incentives to support Türkiye’s branding initiatives

5 QUALIFICATIONS, CERTIFICATIONS, REGISTRATIONS, AND MEMBERSHIPS

Qualification and Certification

- TS EN ISO/IEC 27001: 2017 Information Security Management System
- TS EN ISO 9001: 2015 Quality Management System
- TS EN ISO 50001: 2018 Energy Management System
- TS EN ISO 14001:2015 Environmental Management System
- CE Certificate and Reach Certificate

- Economic Operator Authorized by the Ministry of Customs and Trade Certificate
- EYDEP Certificate
- IATF 16949:2016 Automotive Quality Management System

Memberships:

- SAHA İstanbul (Defense and Aerospace Cluster)
- SASAD (Defense and Aerospace Industry Manufacturers Association)
- SPFA (Spray Polyurethane Foam Alliance), USA
- TOBB Trade Center (The Union of Chambers and Commodity Exchanges of Türkiye)
- SKD Türkiye - World Business Association for Sustainable Development
- IMMIB (Minerals and Metals Exporters' Association in Istanbul)
- PANELDER (Insulated Panel Manufacturers Association)
- Chamber of Industry of Kocaeli
- Türkiye Circular Economy Platform
- Euromoulders
- United Nations Global Compact
- United Nations Global Compact Network Türkiye
- Business World Plastics Initiative (BWI)
- European Association for Panels and Profiles (PPA-Europe)

Trademark Registration Documents

The company owns 21 registered trademarks. The number of trademark registration certificates is 51 domestically and 3 internationally.

6 OTHER IMPORTANT INFORMATION**6.1 Amendments in the Articles of Association during the Period**

Amendments were made to our company's Articles of Association during the period 01.01.2025–30.09.2025. Applications were submitted to the Capital Markets Board and the Ministry of Trade of the Republic of Türkiye to obtain approvals for the amendment of Article 6 titled "Capital" in our Articles of Association, in order to increase the Registered Capital Ceiling from TRY 550,000,000 to TRY 10,000,000,000 and to update its validity period to 2025–2029. The relevant approvals were obtained. Pursuant to the approval of the General Assembly, Article 6 titled "Capital" of the Company's Articles of Association was registered on 05/08/2025 and published in the Turkish Trade Registry Gazette No. 11387 on 06/08/2025.

6.2 Related Party Transactions

Trade receivables from related parties generally arise from the sale of goods. These receivables are unsecured by nature, and no interest is charged. Trade payables to related parties mainly arise from purchase transactions. Information on the transactions with related parties of our company is provided in Note 4 of our Independent Audit Report dated December 31, 2025.

6.3 Policy on Profit Distribution

The purpose of the profit distribution policy is to determine the profit distribution principles of the Company and to enable the shareholders to foresee procedures and principles of distribution of the profit to be obtained by the Company in the future periods, in accordance with the regulations to which the Company is subject and the provisions of the Articles of Association. The Company takes the utmost care to establish a balance between the interests of the shareholders and the interests of the Company in terms of dividend distribution. The Board of Directors has the authority and responsibility to monitor, develop and update the Company's Profit Distribution Policy.

The Company decides on profit distribution by taking into account market expectations, long-term strategies, capital requirements of the Company, and subsidiaries, investment and financing policies, profitability and cash statement, to the extent that it is allowed by the relevant regulations and financial facilities. Dividend can be distributed to the shareholders free of charge by adding cash or profit to the capital, and a certain amount of cash can also be distributed as bonus shares. The company aims to distribute at least 50% of the distributable period profit, calculated within the framework of the capital market legislation, to the shareholders.

The dividend is distributed equally to all of the Existing Shares in proportion to their shares by the distribution date, regardless of their issuance and acquisition dates. The Company does not have any shares with dividend privileges.

Unless the reserves required to be set aside in accordance with the Turkish Commercial Code and the dividend determined for the shareholders in the Articles of Association or the Profit Distribution Policy are allocated; no decision may be taken to allocate other reserves, to transfer profits to the next year, and to distribute dividends from the profits to the members of the board of directors, employees of the partnership and persons other than the shareholders, unless the dividend determined for the shareholders is paid in cash, no dividends can be distributed to these persons. Dividends are distributed to the shareholders on the date determined by the General Assembly, following the approval of the assembly within the specified legal periods. The General Assembly decides on the date of profit distribution. The General Assembly or, if authorized, the Board of Directors may decide to distribute the dividend in installments in accordance with the Turkish Capital Market Legislation.

The Company's General Assembly may decide to distribute dividend advances to shareholders within the framework of the Capital Markets Board (CMB) regulations and other relevant legislation. The calculation and distribution of dividend advances are carried out in accordance with the applicable legal provisions. In order to distribute a dividend advance, it is mandatory that the Board of Directors be authorized by a General Assembly decision, limited to the relevant fiscal period.

In 2024, our company reported a net loss based on: (i) the consolidated financial statements prepared in accordance with the Turkish Commercial Code, the Capital Markets Board Communiqué Serial: II-14.1 on Principles of Financial Reporting in Capital Markets, the Turkish Accounting Standards / Turkish Financial Reporting Standards (TMS/TFRS) published by the Public Oversight Accounting and Auditing Standards Authority (KGK), and the mandatory formats determined by the CMB, and (ii) the financial statements prepared under the Tax Procedure Law (V.U.K.). Taking this loss into account, and in line with the proposal made at the Ordinary General Assembly held on July 23, 2025, it was decided not to distribute dividends in accordance with the applicable legislation, the Company's Articles of Association, and its dividend distribution policy.

6.4 Information on Financial Risk Management Policy

A reliable data provision infrastructure has been designed for all financial targets of the Company, and monitoring indicators have been defined based on the speed provided by the information security infrastructure and the SAP system. Monitoring indicators are reported to the senior management on a weekly, monthly and annual basis. Accordingly, the budget and realizations approved by the Board of Directors are reviewed with the same frequency of meetings along with the senior management. In case of deviations, the root causes are determined and the decisions are to be taken in this context. The performances of senior management and departments and all employees are evaluated in Kimpur PYS, and the parameters are considered based on these data.

For domestic customers, the reports of risk assessment institutions, the credit-collateral status, shareholding structure and financial risk of all new customers are examined, and if they comply with the criteria, the possible working limit is determined.

Financial risk reports of the critical customers are repeated quarterly and reported to the senior management. The company applies working models in the form of cash, money order or customer check in line with the sales term and sales method defined to the customers, and receives a "letter of guarantee" from some customers in line with their risk status.

In addition, sales can be made under receivables insurance for customers whose limits are deemed appropriate, thereby securing commercial risks. In order to strengthen the collection performance, alternative collection methods such as POS, DBS (Direct Debit System), Vinov and similar banking applications are also used, and it is aimed to expand the use of these applications.

For export customers, the financial risk status is reviewed and the limit of Eximbank research is performed (if the country is a state covered by Eximbank insurance) If a limit is identified, we work within the relative limit and maturity. In addition, we apply export models such as cash payment, letter of credit, bank-certified policy, cash against documents and similar guaranteed payments.

The CEO and sales-marketing teams evaluate the budget compliance, risk and collateral status of all customers on a weekly basis.

The company monitors the compliance of the cash flow with the budget on a weekly basis. In the monthly "Financial Status Presentation" to the board of directors; monthly and cumulative annual financial statements, budget compliance, sales volumes, profitability by product-customer and country are evaluated. The risk status is reviewed to schedule the required activities.

Currency Risk

The company implements a hedging policy to manage the foreign exchange risk arising from the fact that approximately 90% of its raw materials are imported or of imported origin and from its foreign currency liabilities. Within the scope of this policy, the foreign currency open position is sought to be minimized as much as possible.

As the Company's inventories consist of imported goods or inputs containing imported components, inventory values are measured on a foreign currency basis, which creates a natural hedge mechanism within the balance sheet. In addition to export sales, foreign currency-denominated sales are also conducted in the domestic market, and this structure contributes to establishing a natural balance between the Company's foreign currency liabilities and its revenues.

Furthermore, trade receivables arising from TRY-denominated sales are also monitored within the scope of the risk management approach and are evaluated within the framework of financial and operational measures in order to limit the effects of exchange rate risk.

Interest Rate Risk

The Company's borrowings at both fixed and variable interest rates expose it to interest rate risk. In order to manage this risk, the Company regularly monitors developments and expectations in market interest rates and seeks to maintain a balanced distribution between fixed and variable interest-bearing borrowings by structuring its financing accordingly.

In addition, the Company diversifies its financing sources through credit limits established with different banks and is able to obtain loans at favorable and competitive interest rates by benefiting from interbank competition. Through this approach, it is aimed to keep financing costs under control and to limit the impact of interest rate fluctuations on the Company's financials..

6.5 Information on legislative changes that will significantly affect the company activities

During the period of 01.01.2025 and 31.12.2025, no legislative amendments were made that would significantly affect the Company's activities.

6.6 Descriptions on the private and public audits during the fiscal period

There were no private audits and public audits conducted between 01.01.2025 and 31.12.2025 during the accounting period.

6.7 Information on lawsuits filed against the company, which may affect the company's financial status and activities, and their possible consequences

There are no lawsuits filed on behalf of our company that may affect the financial status and activities of the company, and there are no possible outcomes.

6.8 Administrative or judicial sanctions imposed on the company and the members of the management body due to practices contrary to the legal provisions

There are no administrative or judicial sanctions imposed on the company and the members of the management body due to practices contrary to the legal provisions.

6.9 Information on Cross-Shareholdings Where the Direct Participation in Capital Exceeds 5%

There are no cross-shareholding relationships.

6.10 Information on the Extraordinary General Assembly Meeting, including the date of the meeting, the decisions made at the meeting and the related transactions (If the extraordinary general assembly meeting is held during the period)

No Extraordinary General Assembly meeting was held during the period from January 1, 2025, to December 31, 2025. On the other hand, the Ordinary General Assembly Meeting for 2024 was held on July 23, 2025, at 14:00 at the following address: İnkılap Mah. Dr. Adnan Büyükdeniz Cad. No:13, B Block, 2nd Floor, Inner Door No:6, 34768 Ümraniye/Istanbul. The resolutions adopted at the Ordinary General Assembly were registered with the Istanbul Trade Registry Office on August 5, 2025, and published in the Turkish Trade Registry Gazette dated August 6, 2025, issue no. 11387. All information regarding the General Assembly meeting is available on the "General Assembly Information" page under the "Investor Relations" section of our corporate website and on the Public Disclosure Platform at <https://www.kap.org.tr/tr/Bildirim/1465812> linkinde yer almaktadır.

6.11 Donations and aids by the company during the period and expenditures on social responsibility projects

During the period from January 1, 2025, to December 31, 2025, the company's expenditures on donations, contributions, and social responsibility projects amounted to 1,045,800 TL.

6.12 Shares acquired by the company

There are no shares acquired by the company.

6.13 Information about the company's internal control system and internal audit activities, and the opinion of the management body on this subject.

The company's risk management and internal control system is under the responsibility and supervision of the company's management. In order to provide assurance and consultancy to management on these matters, the Early Detection of Risk Committee is operational.

Our Board of Directors has reviewed the risk management and internal control system; for the 2025 fiscal year, meetings held by the Early Detection of Risk Committee—established within the Company in accordance with Capital Markets Legislation—to assess potential risks arising from financial, administrative, or operational sources, as well as the reports prepared in relation to these meetings, were evaluated by our Board during the period. Decisions taken by the Board have duly considered the reports provided by the Committee.

During the period, the effectiveness of risk management and internal control systems was reviewed based on reports received from the relevant committee and units, and it was concluded that the Company is adequate in identifying potential risks.

Our company utilizes the SAP system to ensure that systems are not affected and no data loss occurs in the event of any extraordinary situation. By enabling real-time monitoring of operational results, measurement, and processing, SAP supports decision-making processes. With this critical technological infrastructure, errors are minimized, thereby enhancing the effectiveness of the internal control system. Additionally, investments are prioritized in areas such as the company's backup system.

The identification and monitoring of all potential risks that our company may face form the foundation of risk management. Within our company, under the Quality Management System, we have a Risk and Opportunity Management procedure. In this procedure, risks are classified as corporate risks and operational risks. Corporate risks are defined as the risks to achieving our company's vision and objectives, while operational risks are defined as potential situations within our company's departments that could lead to loss of effort, time, motivation, or efficiency in internal processes. Issues such as information security, environment, occupational health and safety (OHS), energy management, and social responsibility are addressed under operational risk management.

6.14 Findings and Board of Directors' Assessments Regarding Whether the Company's Capital Is Impaired or the Company Is Insolvent

The company's capital has not been impaired.

6.15 Conflicts of interest between the company and the institutions that provide services such as investment consultancy and rating, and measures taken by the company to prevent such conflicts of interest

There is no conflict of interest between the company and the institutions that provides services for it such as rating or investment consultancy.

6.16 Information on Corporate Social Responsibility Activities Related to Employees' Social Rights, Vocational Training, and Other Company Activities with Social and Environmental Impact

As an expression of its respect for people and employees, Kimpur has published its Social Responsibility Policy prepared in accordance with the SA8000 standard and has committed to its implementation.

Taking Kimpur's strategic goals and priorities into account, we support our human resources toward excellence through the best HR processes we have designed, evaluating both current and future organizational and individual needs.

To achieve Kimpur's strategy and objectives, recruitment and placement processes are designed to identify high-quality candidates who fit the company's culture, values, and position requirements. These processes are structured in line with Kimpur's strategic priorities, incorporating the necessary tools to enable objective evaluation and are managed efficiently and fairly.

Believing in the continuous development of our employees, we aim to create a work environment where everyone can continuously learn, gain experience, and grow. We have developed project groups, mentorship programs, and a matrix management approach. Individual training plans are implemented annually, taking into account Kimpur's organizational objectives and priorities, to support employees in developing themselves and their work, and their effectiveness is monitored.

To achieve Kimpur's strategy and goals, employee performance is managed through the existing Performance Management System, which integrates company objectives with employees' individual goals, project goals, and competencies. This serves as an effective management tool, guiding employees toward shared objectives and goals.

Social Gender Equality

We aim to achieve gender equality both in society and in professional life and offer equal rights to women and men in all employment processes from recruitment to retirement. We proceed with the approach of spreading gender equality among all employees and raising awareness, supporting women throughout their careers,

increasing the employment rate of women, and increasing the role of women in decision-making mechanisms and ensuring gender equality in leadership.

Equal Opportunity And Diversity

Kimpur adopts the principle of equality of opportunity and diversity, and considers that people are different from each other in many ways. Based on the fact that in-house diversity is a wealth and plenitude, we strive to create a fair environment within the company, to find equal opportunities and egalitarian practices. We offer equal opportunities in recruitment processes, interviews, performance measurement and evaluation, career planning, promotion system, training and development programs and applied wage policy. Through this equal opportunity policy, we take care to provide a working environment based on the principle of Equal Opportunity and Diversity, without making any discrimination based on gender, age, religion, sect, race, marital status, philosophical belief and similar visible or invisible reasons.

Employee Training and Development

The training of our employees is one of the most significant elements of our improvement. Our Human Resources team designs programs for our employees that include annual personal development, job/position-specific expertise, and vocational training in order to improve business practices, balance the training development activities in all of company activities, to meet local requirements and needs, and to support employees in their career goals and conducting their jobs safely and effectively.

A total of 7,959 hours of training was organized between 01.01.2025 and 31.12.2025.

6.17 Rights and Benefits Provided to Employees

The rights and benefits provided to our company employees are given below.

- 
- Fee
 - Performance Bonus
 - Bonus
 - Holiday Allowance
 - Food Card
 - Private Health Insurance
 - Private Life Insurance
 - Personal Accident Insurance
 - Avita Employee Support Program
 - Company Contribution Private Pension System
 - Heating Aid
 - Transportation Assistance
 - Food (Market) Card
 - Scorecard Gold
 - Birthday Gold
 - Education Allowance
 - Scholarship Assistance
 - Flexible Benefits Package

6.18 Events following the reporting period

- On 07.01.2026, it was announced via the Public Disclosure Platform (KAP) that our Company's sales volume, which averaged 12,000 tons per month in the first 11 months of 2025, showed a significant upward trend in the last quarter and reached 15,500 tons in December, achieving the highest monthly sales volume of all time.
- On 26.01.2026, it was announced that our Company received a score of 82 out of 100 in the Environmental, Social, and Governance (ESG) assessment conducted by London Stock Exchange Group (LSEG), ranking 13th among 517 companies evaluated worldwide in the chemicals sector.
- On 17.02.2026, our Company successfully completed the testing and certification process conducted under the EN 13501-1:2018 standard with its KIMrigid PIR product, developed for the projects of leading manufacturers operating in the sandwich panel sector in domestic and export markets. The relevant panels were entitled to receive the B-s1,d0 reaction-to-fire classification. This standard constitutes one of the key regulations harmonized with European Union legislation regarding the classification of the reaction-to-fire performance of construction products and serves as a benchmark, particularly for projects requiring high fire safety standards.
- On March 9, 2026, our Company signed a distributorship agreement with Bisley & Company Pty Ltd in order to expand its operations in the Australia and New Zealand (ANZ) region. Within the scope of the agreement, it is planned that the Company's polyurethane system solutions will be offered to customers in the Australian and New Zealand markets through Bisley Group's distribution network. Bisley Group, which operates in the marketing

and distribution of premium industrial raw materials and chemicals, is an Australia-based organization with more than 70 years of industry experience. The Company operates with more than 20 warehouses in the ANZ region and has operations in more than 30 countries.

7 FINANCIAL CONDITION

Summary of Balance Sheet and Income Statement			
Income Statement	31.12.2025	31.12.2024	Change (%)
Revenue	13.421.832.888	17.335.755.027	-23%
Gross Income	2.539.722.857	2.471.079.338	3%
Core Operating Profit	1.717.075.912	1.459.250.513	18%
Profit for the Period	-383.739.017	-1.394.394.880	72%
Balance Sheet	31.12.2025	31.12.2024	Change (%)
Current Assets	8.899.298.456	10.197.185.787	-13%
Fixed Assets	2.778.277.659	2.507.640.442	11%
Short-Term Liabilities	7.682.187.310	9.175.133.538	-16%
Long-Term Liabilities	587.801.453	76.869.570	665%
Equities	3.407.587.352	3.452.823.121	-1%
Net Profit	-353.662.780	-1.368.460.110	74%

8 CORPORATE GOVERNANCE

8.1 Company Share Information

The shares of Kimpur Poliüretan Sanayi ve Ticaret A.Ş. have been traded on Borsa İstanbul A.Ş. since April 28, 2022. The Company's share information as of December 31, 2025 is presented below.

COMPANY SHARE INFORMATION	
BIST Ticker Symbol	KMPUR
Indices the company is included	BIST ALL SHARES, BIST ALL SHARES-100, BIST 500, BIST STARS, BIST INDUSTRIALS, BIST SUSTAINABILITY, BIST CHEM., PETROL, PLASTIC, BIST CORPORATE GOVERNANCE, BIST KOCAELİ
Market the company's shares are traded	BIST STAR
IPO Date	28.04.2022
Number of Free Float Shares	130.281.469
Free Float Ratio	26,80%

As of 31 December 2025, the closing share price was TRY 15.82 and the market capitalization amounted to TRY 7,691,684,000 as of year-end 2025.

8.2 Declaration of Conformity with Corporate Management Principles

In accordance with Article 5 of the Corporate Governance Communiqué No. II-17.1, issued by the Capital Markets Board (CMB) and published in the Official Gazette No. 28871 on January 3, 2014, our Company exercises the utmost care to ensure compliance with the corporate governance principles as of the date of the first General Assembly. Aware of its responsibilities toward its stakeholders, the Company has adopted the fundamental concepts of corporate governance "equality," "transparency," "accountability," and "responsibility" in all its activities.

During the fiscal year 01.01.2025–31.12.2025, our Company made maximum effort to comply with both the mandatory and voluntary principles outlined in the CMB Corporate Governance Communiqué II-17.1.

Developments, including newly issued CMB regulations, have been closely monitored, and through the completion of administrative, legal, and technical infrastructure work, the Company aims to achieve full compliance.

Two members of the Company's Board of Directors serve as independent board members, with their independence declarations provided under section 10. The Corporate Governance Committee, Audit Committee, and Early Detection of Risk Committee, established in accordance with CMB regulations, continued their activities effectively in 2025. There are no conflicts of interest between the Company and its stakeholders.

Corporate governance compliance reports, prepared in accordance with the Communiqué and using the Corporate Governance Report (URF) and Corporate Governance Information Form (KYBF) templates on the Public Disclosure Platform (KAP), were approved together with the Company's 2025 Annual Report by the decision of our Board of Directors dated 11.03.2026 and numbered 2026/04.

The URF and KYBF reports can be accessed on our Company's corporate website at www.kimpur.com under the "Investor Relations/Corporate Governance" section, as well as via the Public Disclosure Platform (KAP) at www.kap.org.tr.

The principles with which our Company has not fully complied, or has partially complied, among the non-mandatory corporate governance principles, along with the justifications on a principle-by-principle basis, are provided below:

Non-Mandatory Principles Not Fully Complied With

- Principle 1.3.7: The Board of Directors has not been provided with any information on this matter.
- Principle 1.4.2: In ordinary and extraordinary general assembly meetings, each (A) Group share grants five (5) votes to its holder, while each (B) Group share grants one (1) vote.
- Principle 1.5.2: Minority rights are not granted under the Articles of Association to those holding less than one-twentieth of the capital. The exercise of minority rights is subject to the Turkish Commercial Code, the Capital Markets Law, and the communiqués and decisions of the Capital Markets Board. Maximum care is exercised in this regard.
- Principle 4.4.2: Although no specific time period is defined, relevant documents are presented to the Board members for their information and review within a reasonable period.
- Principle 4.4.7: The Articles of Association do not contain any provisions restricting Board members from taking on external duties. The external duties of Board members are disclosed in the annual report. No change is planned to the current practice, as it is not considered detrimental to corporate governance.
- Principle 4.5.5: Due to the number of Board members, one member serves on multiple committees.
- Principle 4.6.5: Remuneration provided to Board members and executives with administrative responsibilities is disclosed collectively in the ordinary general assembly minutes and annual reports. Disclosure of individual remuneration for executives with administrative responsibilities is not considered appropriate within the framework of personal data protection.

Non-Mandatory Principles Partially Complied With

- Principle 3.3.5: Decisions that may affect employees are communicated to them. The Company does not have any trade union organization.
- Principle 4.1.2: While meeting agendas and minutes demonstrate that the Board of Directors discusses and approves the Company's strategic objectives, there are no minutes regarding the determination of required resources or the monitoring of management performance.

8.3 Corporate Governance Rating

Our Company's Corporate Governance Rating has been revised to 9.38 (93.81) as of 22.08.2025 within the framework of the Corporate Governance Rating Report prepared by SAHA Corporate Governance and Credit Rating Inc. (SAHA). The distribution of our corporate governance rating by main sections is provided below.

Main Sections	Weight	Score
Shareholders	%25	89,04
Public Disclosure and Transparency	%25	95,53
Stakeholders	%15	99,51
Board of Directors	%35	93,55
Total	%100	93,81

8.4 Credit Rating

As of 29.12.2025, within the framework of the Credit Rating Report prepared by JCR Eurasia Rating Co., Ltd., our Company’s long-term national corporate credit rating has been assigned as “A+” (tr), the short-term national corporate credit rating as “J1” (tr), and the outlook has been determined as “stable.”

JCR Eurasia Rating Co., Ltd. also assigned our Company a long-term international foreign currency and long-term international local currency corporate credit rating of “BB”, with a stable outlook.

9 INFORMATION ON COMPLIANCE WITH SUSTAINABILITY PRINCIPLES

The “Sustainability Principles Compliance Framework” outlines the fundamental principles expected to be disclosed by publicly listed companies while carrying out Environmental, Social, and Governance (ESG) activities. Although implementation of these principles is voluntary, reporting whether they are applied is mandatory under the “Comply or Explain” principle.

Some of the principles included under the Social Principles and Corporate Governance Principles headings of the Sustainability Principles Compliance Framework are also included in the current Corporate Governance Principles of the Capital Markets Board (CMB). Our Company’s compliance with these principles is already disclosed through the Corporate Governance Compliance Report (URF) and the Corporate Governance Information Form (KYBF) published on the Public Disclosure Platform (KAP).

The Sustainability Principles Compliance Framework has been prepared in accordance with the announcement made under the amendment to the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board (“CMB”), published in the Official Gazette No. 31262 on 2 October 2020, and in line with the template published in the Capital Markets Board (“CMB”) Bulletin No. 2022/32 on 23 June 2022. It can be accessed on our corporate website at <https://kimpur.com/tr/> under the “Investor Relations/Corporate Governance/Sustainability Principles Compliance Report” section, as well as via the Public Disclosure Platform (www.kap.org.tr).



10 BOARD OF DIRECTORS' DECLARATION OF INDEPENDENCE**BAĞIMSIZLIK BEYANI**

Kimteks Poliüretan Sanayi ve Ticaret A.Ş. (Şirket) Yönetim Kurulu'nda, mevzuat, esas sözleşme ve Sermaye Piyasası Kurulu'nun Kurumsal Yönetim Tebliği'nde belirlenen kriterler kapsamında "bağımsız üye" olarak görev yapmaya aday olduğumu, bu kapsamda;

a) Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhrî hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkisinin bulunmadığını, sermaye veya oy haklarının veya imtiyazlı payların %5 inden fazlasına birlikte veya tek başına sahip olunmadığını ya da önemli nitelikte ticari ilişki kurulmadığını,

b) Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışmadığımı veya yönetim kurulu üyesi olmadığımı,

c) Bağımsız yönetim kurulu üyesi olmam sebebiyle üstleneceğim görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,

ç) Mevzuata uygun olarak üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,

d) 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,

e) Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek, menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye sahip olduğumu,

f) Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiğim görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,

g) Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı,

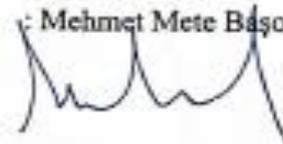
ğ) Şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda borsada işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu,

h) Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu,

Yukarıda belirtmiş olduğum hususlar doğrultusunda TTK ve SPK mevzuatında belirtilmiş olan bağımsız üye şartlarını taşıdığımı beyan ederim.

Tarih
Ad Soyad

26.11.2023
: Mehmet Mete Başol



BAĞIMSIZLIK BEYANI

Sermaye Piyasası Kurulu II-17.1 sayılı Kurumsal Yönetim Tebliği Eki madde 4.3.6 kapsamında Kimteks Poliüretan Sanayi ve Ticaret A.Ş. Yönetim Kurulu'nda, mevzuat, esas sözleşme ve Sermaye Piyasası Kurulu'nun Kurumsal Yönetim Tebliği'nde belirlenen kriterler kapsamında "bağımsız üye" olarak görev yapmaya aday olduğumu, bu kapsamda;

a) Şirket, şirketin yönetim hakimiyetine sahip olduğu ortaklıklar ile şirket sermayesinde doğrudan veya dolaylı olarak %10 veya daha fazla veya imtiyazlı paya sahip hissedarların yönetim hakimiyetine sahip olduğu tüzel kişiler ile kendisi, eşi ve ikinci dereceye kadar kan ve sıhrî hısımları arasında, son beş yıl içinde, doğrudan veya dolaylı önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam, sermaye veya oy haklarının %10'undan fazlasına sahip olunması veya önemli nitelikte ticari ilişkinin (önemli nitelikte ticari ilişkinin bağımsız üye adayı veya şirketten herhangi birisi için önemli olması yeterlidir) kurulmadığını,

b) Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dâhil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışmadığımı veya yönetim kurulu üyesi olmadığımı,

c) Bağımsız yönetim kurulu üyesi olmam sebebiyle üstleneceğim görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,

ç) Mevzuata uygun olarak üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmadığımı,

d) 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)na göre Türkiye'de yerleşik sayıldığımı,

e) Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek, menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye sahip olduğumu,

f) Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiğim görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,

g) Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı,

ğ) Şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda Borsa İstanbul'da işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almadığımı,

h) Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmediğimi, beyan ederim.

Tarih: 10.04.2025

Ad Soyad: TAH KILANIZ

İmza:



This report has been issued in accordance with the provisions of the "Regulation on Determining the Sections and Minimum Content of the Annual Report" published in the Official Gazette No 28395, dated 28.08.2012, by the Ministry of Commerce. It has been signed and approved by the members of the Board of Directors of the company whose names are given below

Best Regards,

11/03/2026

Chairman of the Board

Yuda Leon Mizrahi

Vice President of the Board

Cavidan Karaca

Board Member

İsak İzi Mizrahi

Independent Board Member

Taç Kılavuz

Independent Board Member

Mehmet Mete Başol



KiMPUR

Head Office

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No:6 34768,
Ümraniye/İstanbul

Gebze Production Facility

Gebze Plastikçiler Organize
Sanayi Bölgesi İnönü Mah.
Cumhuriyet Caddesi Balçık Yolu
Üzeri 7. Cadde No: 43 41400
Gebze/Kocaeli

Düzce Production Facility

OSB, Yakabaşı Mevki, 1. Cadde
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