

KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET A.Ş.

ARTICLES OF ASSOCIATION AMENDMENT PROPOSAL

OLD TEXT	NEW TEXT	JUSTIFICATION
Capital of the Company : Article : 6 The Company has accepted the registered capital system in accordance with the provisions of the Capital Markets Law No. 6362 and has switched to the registered capital system with the permission of the Capital Markets Board dated 04/03/2021 and numbered 12/324. The registered capital ceiling of the Company is 300.000.000.-TL (Three Hundred Million Turkish Liras) and is divided into 30.000.000.000 (thirty billion) registered shares, each with a nominal value of 1 (one) kurus. The authorisation for the registered capital ceiling granted by the Capital Markets Board is valid for the years 2021-2025 (5 years). Even if by the end of 2025 the permitted registered capital ceiling has not been reached, in order for the Board of Directors to take a capital increase decision after 2025, it is obligatory to obtain authorisation from the General Assembly for a new period not exceeding 5 (five) years by obtaining permission from the Capital Markets Board for the previously permitted ceiling or a new ceiling amount. In case the said authorisation is not obtained, no capital increase can be made with the decision of the Board of Directors. The issued capital of the Company is 460.000.000.-TL (Four Hundred and Sixty Million Turkish Liras) and the said issued capital has been fully paid free of collusion. This capital is divided into 46.000.000.000 (Forty-Six Billion) shares, each with a nominal value of 1 Kr. (One Kuruş). Of these shares, 88,000,000 (Eighty-eight Million) Group A registered shares ("Group A Shares") and 45,912,000,000 (Forty-five billion nine hundred and twelve Million) Group B registered shares ("Group B Shares") with a nominal value of 1 Kr (One Kuruş) each. 88,000,000 (eighty-eight million) Group A registered shares are privileged. Shares representing the capital are monitored in dematerialised form within the framework of dematerialisation principles. The capital of the Company may be increased or decreased within the framework of the provisions of the Turkish Commercial Code and Capital Market Legislation when necessary. In capital increases, Group A shares shall be issued against Group A shares and Group B shares shall be issued against Group B shares. In case of restriction of new share purchase rights, Group B shares will be issued. In this case, Group A shareholders will be able to acquire Group B shares in proportion to their shares. The Board of Directors is authorised to increase the issued capital by issuing new shares, to issue privileged shares or shares below or above their nominal value, to partially or completely restrict the rights of shareholders to acquire new shares and to take decisions on these matters, provided that they remain within the registered capital ceiling, whenever it deems necessary in accordance with the provisions of the Capital Markets Law. The authorisation to restrict the rights to acquire new shares may not be used in a way to cause inequality among the shareholders. Bonus shares issued in capital increases shall be distributed to the existing shareholders on the date of the increase in proportion to their shares.	Capital of the Company : Article : 6 The Company has accepted the registered capital system in accordance with the provisions of the Capital Markets Law No. 6362 and has switched to the registered capital system with the permission of the Capital Markets Board dated 04/03/2021 and numbered 12/324. The registered capital ceiling of the Company is 5.000.000.000.-TL (Five Billion Turkish Liras) and is divided into 500.000.000.000 (fivehundred billion) registered shares, each with a nominal value of 1 (one) kurus. The authorisation for the registered capital ceiling granted by the Capital Markets Board is valid for the years 2025-2029 (5 years). Even if by the end of 2029 the permitted registered capital ceiling has not been reached, in order for the Board of Directors to take a capital increase decision after 2029, it is obligatory to obtain authorisation from the General Assembly for a new period not exceeding 5 (five) years by obtaining permission from the Capital Markets Board for the previously permitted ceiling or a new ceiling amount. In case the said authorisation is not obtained, no capital increase can be made with the decision of the Board of Directors. The issued capital of the Company is 460.000.000.-TL (Four Hundred and Sixty Million Turkish Liras) and the said issued capital has been fully paid free of collusion. This capital is divided into 46.000.000.000 (Forty-Six Billion) shares, each with a nominal value of 1 Kr. (One Kuruş). 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Considering the fact that the current registered capital ceiling is below the issued capital due to the bonus capital increase made in September 2023 and the increase in the funds that can be added to the capital, the Board of Directors has decided to extend the validity period of the authorized capital ceiling, which will expire in 2025, until the end of 2029, pursuant to paragraph 4 of Article 5 of the Communiqué on Registered Capital System, numbered II.-18.1., while increasing the registered capital ceiling to TL 5,000,000,000.