

ENKA İNŞAAT ve SANAYİ A.Ş.
DISCLOSURE FOR GENERAL ASSEMBLY NOTICE

- a) **Information about the total number of shares and voting rights which reflects the shareholding structure of the company, in the presence of privileged shares, share amount, voting right and feature of privileged shares is stated below.**

	Share Amount	TL Nominal	Total Voting Right
TREENKA00011	6.000.000.000	6.000.000.000	6.000.000.000
TOTAL	6.000.000.000	6.000.000.000	6.000.000.000

The shareholder or their representatives participating in the General Assembly meetings of ENKA İnşaat ve Sanayi A.Ş have the right 1 vote for each share that they hold.

Shareholders	Shareholding (%)
TARA HOLDİNG A.Ş.	49,80
VİLDAN GÜLÇELİK	7,99
SEVDA GÜLÇELİK	6,43
ENKA Foundation	5,87
Others	29,91
TOTAL	100,00

- b) **Information about the reasons of the changes in the previous fiscal period at the management or operation level, or the planned ones for the future periods, which may cause significant affects to the partnership activities of the company and its subsidiaries.**
NONE

- c) **Curriculum Vitae of Board Member Candidates.**

The Board Members of the company were elected at the Ordinary General Assembly held on 28 March 2025 for a term of 1 year, therefore there will be a new election of the Board Members. Information about the independent members are as follows:

NAZLI TLABAR GÜLER (Non-Executive Independent Member)

Nazlı Tlabar Güler graduated from Italian High School and then from Işık University, Department of Business Administration in 2002. After completing her Master's degree in Organizational and Social Psychology at the London School of Economics between 2002 and 2003, she started her professional life as an HR Development Senior Specialist at Avea in 2004. Then, respectively, she worked as Avea HR Business Partnership Department Manager between 2006-2011, Business Partnership Senior Manager and Organizational Design Manager at HSBC between 2011-2017, Performance, Remuneration and Employee Relations Director at HSBC between 2017-2018, Human Resources and Process/Programme Management Deputy General Manager and Executive Board Member at CIGNA between 2018 and 2022. She is currently Deputy General Manager responsible for Human Resources and Member of the Executive Board of Vodafone Turkey (2022-).

Nazlı Tlabar Güler speaks English and Italian and meets the criteria applicable to Independent Board Members within the scope of the Corporate Governance Principles of the Capital Markets Board and will be presented to the approval of the Ordinary General Assembly as an independent member.

VASIF SAYIL (Non-Executive Independent Member)

Born in 1959, Vasif Sayil graduated from Anatolian High School (Maarif College) in 1977 and METU Mechanical Engineering Department in 1982.

His professional life started in 1982 as a Mechanical Engineer at the construction site of ENKA İnşaat ve Sanayi A.Ş. Yeniköy Thermal Power Plant. Then, respectively, he worked as Mechanical Works and Workshop Supervisor, then Deputy Site Supervisor at ENKA Iraqi Projects between 1984-1986, Mechanical systems and equipment design, purchasing, manufacturing and subcontractor coordinator at ENKA Turkey Project between 1986-1988, Design, Purchasing, Manufacturing and Subcontracting Coordinator for the mechanical systems and equipment at ENKA Russian Projects between 1988-1998; Design, Purchasing, Manufacturing, Subcontracting and Commissioning Coordinator of the main equipment of Adapazarı, Gebze and İzmir natural gas power plants at ENKA Turkey between 1999-2003, Energy and Petrochemical Business Development and Proposal Manager at ENKA European Projects (Russia, England, Germany, Italy, Netherlands , Belgium, Serbia, Romania and Ireland), Middle East Projects (Qatar, Oman, Iraq and Israel) and North African Projects (Libya and Tunisia) between 2003-2005. After working as Project Coordinator at ENKA Russian Projects between 2005-2011, he served as ENKA Deputy General Manager between 2011-2016.

Vasif Sayil meets the criteria applicable to Independent Board Members within the scope of the Corporate Governance Principles of the Capital Markets Board and will be presented to the approval of the Ordinary General Assembly as an independent member.

- d) **Written requests of shareholders submitted to the Investor Relations Department about adding any article to the agenda of the General Assembly, and if the requests of the shareholders are refused by Board of Directors the reasons of refusals**
NONE
- e) **Articles of association changes on the agenda.**
ATTACHED

ENKA İNŞAAT VE SANAYİ A.Ş.	ARTICLES OF ASSOCIATION Draft Amendment of Article
FORMER VERSION	NEW VERSION
<p>SHARE CAPITAL OF THE COMPANY</p> <p>Article – 6</p> <p>The Company has agreed and accepted the Registered Capital System in accordance with the provisions of the Law No: 2499, and passed over to this system upon permission no: 26/743 of the Capital Markets Board dated 31.05.2002.</p> <p>The Ceiling of the Registered Share Capital of the Company is TL 10.000.000.000,-- (Say: Ten Billion Turkish Liras) which is divided into total 10.000.000.000 Shares, each having a nominal value of TL1,-- (Say: One Turkish Lira).</p> <p>The total emitted Share Capital of the Company amounts to TL 6.000.000.000,-- (Say: Six Billion Turkish Liras) and is fully paid up.</p> <p>The emitted Share Capital of the Company is divided into total 6.000.000.000 Shares, each having a nominal value of TL1,-- (Say: One Turkish Lira).</p> <p>When issuing and emitting new Share Certificates, any resolution for the issuance and emittance of any Privileged Share Certificates thereunder may be decided by the General Assembly upon affirmative votes of so much shareholders or representatives or proxies thereof who represent at least 75% of the Share Capital of the Company. By the resolution of the General Assembly for increasing the Share Capital of the Company, the pre-emption right of any shareholder may only then be restricted or abolished if actually justified reasons are present and such restriction or abolishment may be decided by affirmative votes of so much shareholders or representatives or proxies thereof who represent at least 60% of the Share Capital of the Company.</p> <p>The Registered Share Capital Ceiling Permit as granted by the Capital Markets Board is valid for the period (of time of 5 years) between 2021 and 2025. Should such permitted Registered Share Capital Ceiling be not achieved at the end of the year 2025, the Board of Directors shall be obliged, in order to be able to take a decision for share capital increase after 2025, to obtain an authorization by the General Assembly for a further new period through getting the necessary permit by the Capital Markets Board for the previously permitted ceiling or for a new ceiling. Should the Board of Directors fail to obtain such an authorization by the General Assembly, the Company will be deemed as having dropped out of the Registered Capital System. Shares representing the Share Capital of the Company are to be traced on the basis of the booked records within the framework of the applicable principles of dematerialization of capital market instruments.</p> <p>The Board of Directors is authorized to increase, between the years 2021 and 2025, the emitted Share Capital of the Company through issuing at any time as it deems for fit, any registered Shares up to the Registered Share Capital Ceiling in accordance with the provisions of the Capital Markets Law.</p>	<p>SHARE CAPITAL OF THE COMPANY</p> <p>Article – 6</p> <p>The Company has agreed and accepted the Registered Capital System in accordance with the provisions of the Law No: 2499, and passed over to this system upon permission no: 26/743 of the Capital Markets Board dated 31.05.2002.</p> <p>The Ceiling of the Registered Share Capital of the Company is TL 10.000.000.000,-- (Say: Ten Billion Turkish Liras) which is divided into total 10.000.000.000 Shares, each having a nominal value of TL1,-- (Say: One Turkish Lira).</p> <p>The total emitted Share Capital of the Company amounts to TL 6.000.000.000,-- (Say: Six Billion Turkish Liras) and is fully paid up.</p> <p>The emitted Share Capital of the Company is divided into total 6.000.000.000 Shares, each having a nominal value of TL1,-- (Say: One Turkish Lira).</p> <p>When issuing and emitting new Share Certificates, any resolution for the issuance and emittance of any Privileged Share Certificates thereunder may be decided by the General Assembly upon affirmative votes of so much shareholders or representatives or proxies thereof who represent at least 75% of the Share Capital of the Company. 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Should such permitted Registered Share Capital Ceiling be not achieved at the end of the year <u>2030</u>, the Board of Directors shall be obliged, in order to be able to take a decision for share capital increase after <u>2030</u>, to obtain an authorization by the General Assembly for a further new period through getting the necessary permit by the Capital Markets Board for the previously permitted ceiling or for a new ceiling. Should the Board of Directors fail to obtain such an authorization by the General Assembly, the Company will be deemed as having dropped out of the Registered Capital System. 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