

**KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET ANONİM ŞİRKETİ**  
**ORDINARY GENERAL ASSEMBLY INFORMATION DOCUMENT**

**I- INVITATION ANNOUNCEMENT TO THE ORDINARY GENERAL ASSEMBLY MEETING DATED**  
**21.04.2026**

**Istanbul Trade Registry Office - Trade Registry Number: 124652**

The Ordinary General Assembly Meeting of our Company for the 2025 operating year will be held on, 21.04.2026 at 11:00 in the meeting hall of "Istanbul Province, Beşiktaş District, Levent District, Prof. Ahmet Kemal Aru Sok. No:4 Kaleseramik Building" to discuss and decide on the issues written on the agenda below.

The shareholders of our company will be able to attend the Ordinary General Assembly Meeting in person or through their representatives in physical or electronic environment. Participation in the meeting electronically is possible with the secure electronic signatures of the shareholders or their representatives. For this reason, shareholders or their representatives, who will make transactions in the electronic general assembly system ("EGKS"), must have a secure electronic signature and register with the "e-Investor: Investor Information Center" of the Central Registry Corporation ("MKK").

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

Shareholders, who will not be able to attend the meeting physically or electronically themselves, are required to issue their power of attorney in accordance with the example below, either by fulfilling the issues stipulated in the Capital Markets Board's Communiqué No. II-30.1 on "*Voting by Proxy and Collecting Proxies by Call*", either by notarizing the signature or by attaching the signature statement prepared in the presence of a notary public to the signed power of attorney form. A copy of the power of attorney can also be obtained from the company's website at the Company's Headquarters and [www.kalekim.com.tr](http://www.kalekim.com.tr). Shareholders who wish to attend the General Assembly in person in a physical environment will be able to exercise their rights regarding their shares registered in the "*Shareholders List*" in the Central Registry Agency (CRA) system by presenting their identity cards. Powers of attorney that are required in the said Communiqué and do not comply with the attached power of attorney sample will not be accepted (**Annex:6**).

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

The Consolidated Financial Statements of our Company for 2025, the Annual Report of the Board of Directors, the Independent Audit Report and the Dividend Distribution Proposal of the Board of Directors, the Amendment to the Articles of Association and the General Assembly Information document will be made available for the examination of the honorable shareholders at least 3 weeks before the General Assembly Meeting, within the legal period, at the Company's headquarters and on the Company's website at [www.kalekim.com.tr](http://www.kalekim.com.tr) and in the Electronic General Assembly system of the Central Registry Agency.

No additional notification will be made to shareholders via registered mail for shares traded on the stock exchange in accordance with the Capital Markets Law.

It is submitted for the information of esteemed shareholders.

Best regards,  
**KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET A.Ş.**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**

**AGENDA OF THE 2025 ORDINARY GENERAL ASSEMBLY MEETING  
DATED 21.04.2026**

1. Opening and establishment of the Meeting Chairmanship,
2. Reading and discussing the Annual Report of the Board of Directors for the 2025 operating year,
3. Reading the summary of the Independent Audit Company's Report for the 2025 operating year,
4. Reading, discussing and approving the consolidated CMB and TCC balance sheet and profit-loss accounts for the 2025 operating year,
5. Reading, discussing and approving the TSRS Compliant Sustainability Report, which has undergone the mandatory assurance audit for the 2024 and 2025 operating years;
6. Discussing and deciding on the release of the Members of the Board of Directors,
7. Discussion and resolution of the Board of Directors' proposal regarding the dividend distribution for the 2025 operating year,
8. Determination of the number of members of the Board of Directors, their election and their terms of office are discussed and decided,
9. Discussing and deciding on the membership fees of the members of the board of directors for the 2026 operating year,
10. Providing information about the donations and aids made in the 2025 activity year and discussing and deciding on the donation limit for the 01.01.2026-31.12.2026 activity year,
11. In accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board, discussing and deciding on the proposal of the Board of Directors regarding the election of the Independent Audit Firm for the 2026 accounting period;
12. Discussing and deciding on the proposal of the Board of Directors regarding the selection of the independent audit firm for the TSRS Compliant Sustainability Report for the 2026 operating year;
13. Granting permission to the members of the board of directors to perform the tasks specified in Articles 395 and 396 of the Turkish Commercial Code and providing information to shareholders regarding transactions falling within the scope of Corporate Governance Principle No. 1.3.6 in the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board
14. Within the framework of the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges and mortgages given by the Company in favor of 3rd parties and the income or benefit they have obtained,
15. Closing.

**2. OUR ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF CMB REGULATIONS**

Among the additional disclosures required to be made in accordance with the "*Corporate Governance Communiqué*" numbered II-17.1 of the Capital Markets Board, those related to the agenda items are made in the relevant agenda item below, and other mandatory general explanations are presented in this section for your information:

**2.1. Shareholding Structure and Voting Rights**

The Company's registered capital ceiling is TL 5.000,000,000 (Five Billion Turkish Liras). The issued capital of the company is TL 460,000,000 (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 with a nominal value of 1 Kr. each. (One Penny).

Each with a nominal value of Kr 1 (one penny), this capital consists of 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) Class B registered shares ("Group B Shares"). 88,000,000 (Eighty-Eight Million) Group A registered shares have the privilege of nominating candidates for the election of the board of directors.

Group A and B shareholders have one vote for each share they own.

As of the date (March 26, 2026) of this announcement of this document, the total number of shares and voting rights, showing the shareholding structure of our Company are shown below:

| Name/Title<br>of the Shareholder | Share in Capital<br>(TL) | Share in Capital<br>(%) | Voting Rights<br>Share (%) |
|----------------------------------|--------------------------|-------------------------|----------------------------|
| H. İBRAHİM BODUR HOLDİNG A.Ş.    | 315.892.633,96           | 68,67                   | 68,67                      |
| Listed                           | 119.680.000,00           | 26,02                   | 26,02                      |
| Others                           | 24.427.366,04            | 5,31                    | 5,31                       |
| <b>TOTAL</b>                     | <b>460.000.000,00</b>    | <b>100,00</b>           | <b>100,00</b>              |

**b) Information about changes in management and operations of our company and subsidiaries that will significantly affect the company's activities:**

There are no changes in management and activities that will significantly affect the partnership activities of our company and its subsidiaries in the past accounting period or planned in the future accounting periods.

On the other hand, the material disclosures made by our Company within the scope of the relevant legislation can be accessed at [www.kalekim.com.tr](http://www.kalekim.com.tr) website and [www.kap.org.tr](http://www.kap.org.tr) address.

**c) Information on the Requests of the Shareholders Regarding the Inclusion of Items on the Agenda:**

There is no written request submitted to the Investor Relations Department of our Company regarding the inclusion of an item on the agenda by the shareholders of the Partnership.

**ç) If there is a dismissal, replacement or election of the members of the board of directors on the agenda of the general assembly meeting; grounds for impeachment and replacement, persons whose candidacy for board membership has been submitted to the partnership; Information about their CV, the duties they have held in the last ten years and the reasons for their departure, the nature and level of materiality of the relationship with the partnership and its related parties, whether they have the quality of independence and similar issues that may affect the activities of the partnership if these persons are elected as members of the board of directors:**

Within the framework of the corporate governance principles of the Capital Markets Board's Corporate Governance Communiqué No. II-17.1, the members of the board of directors, 3 of whom are independent, will be elected. **(Annex 5)**

**d) In case of an amendment to the articles of association on the agenda, the old and new forms of the articles of association, together with the relevant decision of the board of directors.**

There is no amendment to the articles of association on the agenda.

**II- OUR EXPLANATIONS ON THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING DATED 21.04.2026**

**1. Opening and Formation of the Meeting Chairmanship,**

Within the framework of the provisions of the “*Turkish Commercial Code No. 6102*” (TCC) and the “*Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Representatives of the Ministry to be Present at These Meetings*” (“*Regulation*”), the General Assembly Meeting will be chaired by the Chairman of the Board of Directors, or in his absence, by the Vice Chairman of the Board of Directors, and the Meeting Presidency will be formed without voting.

**2. Reading and discussion of the Annual Report of the Board of Directors for 2025 financial year**

The Annual Report of the Board of Directors for the accounting period of 2025, including the Report on Compliance with the Corporate Governance Principles, which is submitted to the review of our shareholders at the Company's headquarters, on the Company's website at [www.kalekim.com.tr](http://www.kalekim.com.tr), on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency, three weeks before the General Assembly meeting within the framework of the regulations related to the TCC and the Regulation and the Capital Markets Law, will be read and presented to the opinion of our shareholders at the Ordinary General Assembly.

**3. Reading the summary of the Independent Audit Company Report for the 2025 financial year,**

Within the framework of the Turkish Commercial Code (TCC), the Regulation and the regulations related to the Capital Markets Law, the Summary of the Independent Audit Report for the accounting period of 01.01.2025-31.12.2025, which is submitted to our shareholders at our Company's headquarters, on the Company's website at [www.kalekim.com.tr](http://www.kalekim.com.tr), on the Public

Disclosure Platform and on the E-General Assembly System of the Central Registry Agency, three weeks before the General Assembly meeting, will be read at the Ordinary General Assembly Meeting and presented to our shareholders for their opinion.

- 4. Reading, discussing and approving the consolidated CMB and TCC balance sheet and profit and loss accounts for the 2025 financial year,**  
Within the framework of the Turkish Commercial Code (TCC), the Regulation and the regulations related to the Capital Markets Law, the Financial Statements for 2025, which are submitted to the review of our shareholders at our Company's headquarters, on the Company's website at [www.kalekim.com.tr](http://www.kalekim.com.tr), on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency three weeks before the General Assembly meeting, will be read at the Ordinary General Assembly Meeting and submitted to the opinion and approval of our shareholders.
- 5. Reading, discussing and approving the TSRS Compliant Sustainability Report, which has undergone the mandatory assurance audit for the 2024 and 2025 operating years;**  
Within the framework of the TCC, the Regulation and the Capital Markets Law, the TSRS Compliant Sustainability Report for the 2024 and 2025 operating years, which has undergone the mandatory assurance audit, submitted to the review of our shareholders at our Company's headquarters, on the Company's website at [www.kalekim.com.tr](http://www.kalekim.com.tr), on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency, 3 weeks before the General Assembly meeting, was approved by our shareholders at the Ordinary General Assembly Meeting. will be submitted for approval.
- 6. Discussing and deciding on the discharge of the Members of the Board of Directors,**  
In accordance with the provisions of the TCC and the relevant Regulation in force, the discharge of the members of the Board of Directors will be submitted to the approval of the General Assembly.
- 7. Discussing and deciding on the proposal of the Board of Directors regarding the dividend distribution for the 2025 operating year,,**  
The proposal of the Board of Directors dated 26.03.2026 and numbered 2026/14 regarding the dividend distribution for the 2025 profit will be submitted to the opinion and approval of the shareholders. The proposal of the Board of Directors regarding the distribution of dividends for the 2025 accounting period and the proposed Dividend Distribution Table are included in **Annex-2**.
- 8. Determination of the number of members of the Board of Directors, their election and their term of office will be discussed and decided,**  
The proposal of the Board of Directors dated 26.03.2026 and numbered 2026/16 regarding the determination and election of the number of members will be submitted to the opinion and approval of the shareholders. The relevant decision of the Board of Directors, Declarations of Independence and CVs of the Independent Board Member candidates are included in **Annex-5**.
- 9. Discussing and deciding on the membership fees of the members of the board of directors for the 2026 operating year,**  
Considering the provisions of the TCC and the Company's Articles of Association, the remuneration to be paid to the members of the Board of Directors for 2026 will be determined.
- 10. Providing information about the donations and aids made in the 2025 activity year and discussing and deciding on the donation limit for the 01.01.2026-31.12.2026 activity year,**  
In accordance with our Company's Donation and Aid Policy, shareholders will be informed about the amount of donations and aid made in 2025. The proposal of the Board of Directors dated 26.03.2026 and numbered 2026/15 regarding the donation limit for 2026 (**Annex-4**) will be submitted to the opinion and approval of the shareholders.
- 11. In accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board, discussing and deciding on the proposal of the Board of Directors regarding the election of the Independent Audit Firm for the 2026 accounting period,**

Taking into account the evaluations made by the Audit Committee regarding the selection of the independent auditor, the Board of Directors, with its decision dated 26.03.2026 and numbered 2026/13 (**Annex-3**), has decided that PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi will be selected as the independent audit company to audit our Company's financial reports for 01.01.2026-31.12.2026 accounting period in accordance with the principles determined pursuant to the Turkish Commercial Code No. 6102, the Capital Markets Law No. 6362 and relevant legislation, and to carry out other activities within the scope of the relevant regulations in these laws, and to conduct the mandatory sustainability assurance audit of the sustainability reports to be prepared in accordance with the Turkish Sustainability Reporting Standards for 01.01.2026-31.12.2026 accounting periods, which are complementary to each other, within the scope of the Assurance Audit Standards published by the Public Oversight, Accounting and Auditing Standards Authority, and that this matter will be submitted to the approval of our shareholders at the 2025 Ordinary General Assembly Meeting of our Company.

**12. Discussing and deciding on the proposal of the Board of Directors regarding the selection of the independent audit firm for the TSRS Compliant Sustainability Report for the 2026 operating year;**

Taking into account the evaluations made by the Audit Committee regarding the selection of the independent auditor, the Board of Directors, with its decision dated 26.03.2026 and numbered 2026/13 (**Annex-3**), has decided that PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi will be selected as the independent audit company to audit our Company's financial reports for 01.01.2026-31.12.2026 accounting period in accordance with the principles determined pursuant to the Turkish Commercial Code No. 6102, the Capital Markets Law No. 6362 and relevant legislation, and to carry out other activities within the scope of the relevant regulations in these laws, and to conduct the mandatory sustainability assurance audit of the sustainability reports to be prepared in accordance with the Turkish Sustainability Reporting Standards for 01.01.2026-31.12.2026 accounting periods, which are complementary to each other, within the scope of the Assurance Audit Standards published by the Public Oversight, Accounting and Auditing Standards Authority, and that this matter will be submitted to the approval of our shareholders at the 2025 Ordinary General Assembly Meeting of our Company.

**13. Granting permission to the members of the board of directors to perform the tasks specified in Articles 395 and 396 of the Turkish Commercial Code and providing information to shareholders regarding transactions falling within the scope of Corporate Governance Principle No. 1.3.6 in the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board**

It is possible for the members of the Board of Directors to carry out transactions within the framework of Articles 395 titled "*Prohibition of Transactions with the Company, Prohibition of Borrowing to the Company*" and Article 396 titled "*Prohibition of Competition*" of the TCC, only with the approval of the General Assembly. In order to fulfill the requirements of these regulations, the issue of granting such permits will be submitted to the approval of our shareholders at the Ordinary General Assembly Meeting.

Within the framework of the capital markets corporate governance principles (1.3.6), shareholders will be informed about the transactions made by the members of the board of directors following the permission granted to them at the ordinary general assembly meeting of 2024.

**14. Within the framework of the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges and mortgages given by the Company in favor of 3rd parties and the income or benefit they have obtained,**

Pursuant to Article 12 of the Capital Markets Board's Corporate Governance Communiqué No. II-17.1, shareholders will be informed about the guarantees, pledges, and mortgages given by our Company in favor of third parties and the income or benefits derived from them.

**15. Closing.**

**ANNEXES:**

- Annex-1** 2025 financial statements, 2025 Annual Report of the BoD and the independent audit report can be followed from this link: <https://www.kalekim.com/finansal-bilgiler>
- Annex-2** Dividend Distribution Schedule for the Distribution of 2025 Profit
- Annex-3** Decision of the Board of Directors on the Selection of the Independent Audit Company
- Annex-4** Decision of the Board of Directors on the donation limit for the 2026 operating period
- Annex-5** Declarations of Independence and CVs of Independent Board Member Candidates
- Annex-6** Example of Power of Attorney

## ANNEX-2

With the decision of the Board of Directors of Kalekim, dated 26.03.2026 and numbered 2026/14,

It has been decided to submit it to the approval of the shareholders to be discussed and decided at the Ordinary General Assembly Meeting of our Company to distribute a gross dividend of TL 300,000,000 (three hundred million Turkish Liras), which corresponds to a gross cash dividend of TL 0,652174 (net TL 0,554348) for each share with a nominal value of TL 1, which corresponds to 25.33% of the total distributable net profit figure for the accounting period of 2025, to the shareholders in cash as of May 8, 2026, in line with the company's articles of association and dividend distribution policy; and within the framework of the principles stipulated in the legislation, in accordance with the dividend distribution recommendation table prepared for the relevant accounting period.

*ANNEX: 2025 Accounting Period Dividend Distribution Recommendation Table*

ANNEX-2

| KALEKİM KİMYEVİ MADDELER SAN.VE TİC. A.Ş. 2025 YEAR PROFIT DISTRIBUTION TABLE (TL)     |   |                         |                                |
|--|---|-------------------------|--------------------------------|
| 1  | Paid-in Capital / Issued Capital  |                         | 460.000.000,00                 |
| 2  | Total Legal Reserves (According to Statutory Income Statements)               |                         | 70.111.116,51                  |
| Information on privileges in profit distribution if any in the Articles of Association |   | None                    |                                |
|  |   | According to CMB        | According to Statutory Records |
| 3  | Current period profit / loss  | 1.805.161.490,00        | 1.768.670.227,14               |
| 4  | Taxes payable   | 603.346.256,00          | 325.424.507,11                 |
| 5  | Net Profit  | <b>1.201.815.234,00</b> | <b>1.443.245.720,03</b>        |
| 6  | Previous Years Losses   | 0,00                    | 0,00                           |
| 7  | General Legal Reserves  | 21.888.883,49           | 21.888.883,49                  |
| 8  | <b>DISTRIBUTABLE NET PROFIT FOR THE PERIOD</b>                                | <b>1.179.926.350,51</b> | <b>1.421.356.836,54</b>        |
| 9  | Donations made during the year  | 4.277.316,41            | 0,00                           |
| 10   | Net Distributable Profit added donations                                      | 1.184.203.666,92        | 0,00                           |
| 11   | First Dividend to Shareholders  | 300.000.000,00          | 300.000.000,00                 |
|  | - Cash  | 300.000.000,00          | 300.000.000,00                 |
|  | - Bonus   | 0,00                    | 0,00                           |
|  | - Total   | 300.000.000,00          | 300.000.000,00                 |
| 12   | Dividend to privileged shareholders   | 0,00                    | 0,00                           |
| 13   | Dividend to Board members, employees, other                                   | 0,00                    | 0,00                           |
| 14   | Dividend to redeemed shareholders   | 0,00                    | 0,00                           |
| 15   | Secondary Dividend to Shareholders  | 0,00                    | 0,00                           |
| 16   | General Legal Reserves  | 27.700.000,00           | 27.700.000,00                  |
| 17   | Statutory Reserves  | 0,00                    | 0,00                           |
| 18   | Special Reserves  | 0,00                    | 0,00                           |
| 19   | EXTRAORDINARY RESERVES  | 852.226.350,51          | 1.093.656.836,54               |
| 20   | Other resources to be distributed   | 0,00                    | 0,00                           |
|  | - Previous years' profit  | 0,00                    | 0,00                           |
|  | - Extraordinary reserves  | 0,00                    | 0,00                           |
|  | - Other distributable reserves as per the Law and the Articles of Association | 0,00                    | 0,00                           |

| INFORMATION ABOUT DISTRIBUTED DIVIDEND RATE  |       |   |   |           |
|--|-------|---|---|-----------|
| DIVIDEND PER SHARE INFORMATION   |       |   |   |           |
|  | GROUP | TOTAL AMOUNT OF DIVIDEND (TL)   | DIVIDEND PER SHARE WITH NOMINAL VALUE OF TL 1 |           |
|  |       |   | AMOUNT (TL)                                   | RATIO (%) |
| GROSS  | A     | 573.913,04  |   |           |
|  | B     | 299.426.086,96  |   |           |
|  | TOTAL | <b>300.000.000,00</b>   | 0,652174                                      | 65,2174   |
| Withholding tax will be applied on gross dividend in accordance with the tax laws in force on the distribution date. |       |   |   |           |
| NET  | B     | 254.512.173,92  |   |           |
|  | TOTAL | <b>254.512.173,92</b>   | 0,554348                                      | 55,4348   |
| RATIO OF DISTRIBUTED DIVIDEND TO NET DISTRIBUTABLE PERIOD PROFIT ADDING DONATIONS                                    |       |   |   |           |
| AMOUNT OF DIVIDEND DISTRIBUTED TO SHAREHOLDERS (TL)  |       | RATIO OF THE DIVIDEND DISTRIBUTED TO SHAREHOLDERS TO THE NET DISTRIBUTABLE PERIOD PROFIT ADDING DONATIONS (%) |   |           |
| 300.000.000,00   |       | 25,33   |   |           |

With the decision of the Board of Directors of Kalekim, dated 26.03.2026 and numbered 2026/13,

In line with the evaluations made by the Audit Committee regarding the selection of the independent auditor, it has been unanimously decided by the participants of the meeting that PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, located at Kılıçali Paşa Mah, Meclis Mebusan Cad. No.8 İç Kapı No.301 Beyoğlu/ İSTANBUL, Türkiye and registered in the Istanbul Trade Registry Directorate with the Trade Registry Number 201465, will be selected as the independent audit company to audit our Company's financial reports for 01.01.2026-31.12.2026 accounting period in accordance with the principles determined pursuant to the Turkish Commercial Code No. 6102, the Capital Markets Law No. 6362 and relevant legislation, and to carry out other activities within the scope of the relevant regulations in these laws, and to conduct the mandatory sustainability assurance audit of the sustainability reports to be prepared in accordance with the Turkish Sustainability Reporting Standards for 01.01.2026-31.12.2026 accounting periods, which are complementary to each other, within the scope of the Assurance Audit Standards published by the Public Oversight, Accounting and Auditing Standards Authority, and that this matter will be submitted to the approval of our shareholders at the 2025 Ordinary General Assembly Meeting of our Company.

## **ANNEX-4**

With the decision of the Board of Directors of Kalekim, dated 26.03.2026 and numbered 2026/15,

Within the framework of the capital market legislation and the articles of association of our Company; It has been unanimously decided by the participants of the meeting that the upper limit of the total amount of donations to be made by our Company in the 2026 operating year will be determined as 20,000,000 TL (twenty million Turkish Liras) to be submitted to the approval of the shareholders at the 2025 Ordinary General Assembly of our Company.

With the decision of the Board of Directors of Kalekim, dated 26.03.2026 and numbered 2026/16,

Within the framework of the provision of Article 9 of the Company's Articles of Association, the number of members of the board of directors is determined as 7 people and to serve for a period of 1 year;

- Within the framework of the criteria for Independent Board Membership set out in subparagraph 4.3.6 of Article 4.3.6 of the Structure of the Board of Directors article of the Corporate Governance Principles annexed to the Corporate Governance Communiqué of the Capital Markets Board (II-17.1); Within the scope of the Evaluation Reports on the Independence of the Independent Board Member Candidate dated 18/02/2026 prepared by the Corporate Governance Committee and the positive opinions of the Capital Markets Board dated 18.03.2026 taken in accordance with principle 4.3.7 within the scope of the group we are included in, who meet all the criteria for independent board membership and submit their declaration of independence, CVs and consents;..... Mr. Durmuş TOPCU with TR ID number,..... Mr. Fevzi Tayfun KÜÇÜK with TR ID number and..... Mr. İsmail Erdal AKKOÇOĞLU with TR ID number as independent member candidates
- Within the framework of the criteria for Independent Board Membership regulated in subparagraph 4.3.6 of the Structure of the Board of Directors article no. 4.3 of the Corporate Governance Principles annexed to the Corporate Governance Communiqué of the Capital Markets Board (II-17.1) and 2th in the scope of the Evaluation Reports on the Independence of the Independent Board Member Candidates dated 17/03/2025 prepared by the Corporate Governance Committee and the positive opinions of the Capital Markets Board dated 28.03.2025 taken in accordance with the principle no. 4.3.7 within the scope of the group we belong to, those who meet all the criteria for independent board membership and submit their declaration of independence, resumes and consent; Mr. Durmuş TOPCU with TR ID number ..... , Mr. Fevzi Tayfun KÜÇÜK with ..... TR ID number and Mr. İsmail Erdal AKKOÇOĞLU with TR ID number ..... as independent member candidates;
- As nominated by Group A shareholder, the legal entity H. İBRAHİM BODUR HOLDİNG A.Ş. with Tax Identification number ..... , Mr. Kadri Tarık ÖZÇELİK with TR ID number ..... and Mr. Haluk ALPERAT with TR ID number ..... and Ms. Adile Esra TÖZGE with TR ID number ..... who declared her candidacy as candidates for the Board of Directors,

It was unanimously decided by the participants of the meeting that their election and legal entity H.İBRAHİM BODUR HOLDING A.Ş.'s candidate with the decision dated 26.03.2026 and numbered 2026/03 notified of Dr. (h.c.) HATİCE ZEYNEP BODUR OKYAY with the TR Identity Number .....as the representative of the legal entity was unanimously decided to discuss and submit to the approval of the shareholders at the 2025 Ordinary General Assembly Meeting

**DECLARATION OF INDEPENDENCE**

I am a candidate to serve as an "independent member" on the Board of Directors of Kalekim Kimyevi Maddeler Sanayi ve Ticaret A.Ş. ("Company") within the scope of the legislation, the articles of association and the criteria specified in Article 4.3.6 of the Annex of the Corporate Governance Communiqué No. II-17.1 published by the Capital Markets Board.

a) Between the Company, the partnerships in which the company has management control or significant influence, and the partners who hold the management control of the Company or have significant influence in the Company, and the legal entities in which these partners have management control, and myself, my spouse and my relatives by blood or marriage up to the second degree; In the last five years, there has been no employment relationship in a managerial position that will undertake important duties and responsibilities, no more than 5% of the capital or voting rights or privileged shares have been owned jointly or alone, or a significant commercial relationship has not been established,

b) In the last five years, I have not been a partner (5% or more), a member of the board of directors who will assume important duties and responsibilities in companies where the Company purchases or sells services or products to a significant extent within the framework of the agreements made, especially the audit (including tax audit, legal audit, internal audit), rating and consultancy of the Company, during the periods when the service or product is purchased or sold,

c) Since I am an independent member of the board of directors, I have the professional training, knowledge and experience to duly fulfill the duties to be undertaken, ç) In accordance with the legislation, except for university faculty membership, I have not worked full-time in public institutions and organizations after being elected as a member,

d) Income Tax Law No. 193 dated 31/12/1960 (G.V.K.)' I am considered to have settled in Turkey,

e) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain impartiality in conflicts of interest between the Company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

f) I can devote time to the Company's affairs to the extent that I can follow the functioning of the Company's activities and fully fulfill the requirements of the duties I undertake,

g) I have not been a member of the Board of Directors of the Company for more than six years in the last ten years,

ğ) I have not served as an independent member of the board of directors in more than three of the companies in which the Company or the shareholders holding the management control of the Company have management control, and in more than five of the companies traded on the stock exchange in total,

h) I have not been registered and announced in the name of the legal entity elected as a member of the board of directors,

I declare. 05/03/2026

DURMUŞ TOPÇU

**DECLARATION OF INDEPENDENCE**

I am a candidate to serve as an "independent member" on the Board of Directors of Kalekim Kimyevi Maddeler Sanayi ve Ticaret A.Ş. ("Company") within the scope of the legislation, the articles of association and the criteria specified in Article 4.3.6 of the Annex of the Corporate Governance Communiqué No. II-17.1 published by the Capital Markets Board.

a) Between the Company, the partnerships in which the company has management control or significant influence, and the partners who hold the management control of the Company or have significant influence in the Company, and the legal entities in which these partners have management control, and myself, my spouse and my relatives by blood or marriage up to the second degree; In the last five years, there has been no employment relationship in a managerial position that will undertake important duties and responsibilities, no more than 5% of the capital or voting rights or privileged shares have been owned jointly or alone, or a significant commercial relationship has not been established,

b) In the last five years, I have not been a partner (5% or more), a member of the board of directors who will assume important duties and responsibilities in companies where the Company purchases or sells services or products to a significant extent within the framework of the agreements made, especially the audit (including tax audit, legal audit, internal audit), rating and consultancy of the Company, during the periods when the service or product is purchased or sold,

c) Since I am an independent member of the board of directors, I have the professional training, knowledge and experience to duly fulfill the duties to be undertaken, ç) In accordance with the legislation, except for university faculty membership, I have not worked full-time in public institutions and organizations after being elected as a member,

d) Income Tax Law No. 193 dated 31/12/1960 (G.V.K.)' I am considered to have settled in Turkey,

e) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain impartiality in conflicts of interest between the Company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

f) I can devote time to the Company's affairs to the extent that I can follow the functioning of the Company's activities and fully fulfill the requirements of the duties I undertake,

g) I have not been a member of the Board of Directors of the Company for more than six years in the last ten years,

ğ) I have not served as an independent member of the board of directors in more than three of the companies in which the Company or the shareholders holding the management control of the Company have management control, and in more than five of the companies traded on the stock exchange in total,

h) I have not been registered and announced in the name of the legal entity elected as a member of the board of directors,

I declare. 05/03/2026

**FEVZİ TAYFUN KÜÇÜK**

**DECLARATION OF INDEPENDENCE**

I am a candidate to serve as an "independent member" on the Board of Directors of Kalekim Kimyevi Maddeler Sanayi ve Ticaret A.Ş. ("Company") within the scope of the legislation, the articles of association and the criteria specified in Article 4.3.6 of the Annex of the Corporate Governance Communiqué No. II-17.1 published by the Capital Markets Board.

a) Between the Company, the partnerships in which the company has management control or significant influence, and the partners who hold the management control of the Company or have significant influence in the Company, and the legal entities in which these partners have management control, and myself, my spouse and my relatives by blood or marriage up to the second degree; In the last five years, there has been no employment relationship in a managerial position that will undertake important duties and responsibilities, no more than 5% of the capital or voting rights or privileged shares have been owned jointly or alone, or a significant commercial relationship has not been established,

b) In the last five years, I have not been a partner (5% or more), a member of the board of directors who will assume important duties and responsibilities in companies where the Company purchases or sells services or products to a significant extent within the framework of the agreements made, especially the audit (including tax audit, legal audit, internal audit), rating and consultancy of the Company, during the periods when the service or product is purchased or sold,

c) Since I am an independent member of the board of directors, I have the professional training, knowledge and experience to duly fulfill the duties to be undertaken, ç) In accordance with the legislation, except for university faculty membership, I have not worked full-time in public institutions and organizations after being elected as a member,

d) Income Tax Law No. 193 dated 31/12/1960 (G.V.K.)' I am considered to have settled in Turkey,

e) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain impartiality in conflicts of interest between the Company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

f) I can devote time to the Company's affairs to the extent that I can follow the functioning of the Company's activities and fully fulfill the requirements of the duties I undertake,

g) I have not been a member of the Board of Directors of the Company for more than six years in the last ten years,

ğ) I have not served as an independent member of the board of directors in more than three of the companies in which the Company or the shareholders holding the management control of the Company have management control, and in more than five of the companies traded on the stock exchange in total,

h) I have not been registered and announced in the name of the legal entity elected as a member of the board of directors,

I declare. 05/03/2026

**İSMAİL ERDAL AKKOÇOĞLU**

**CURRICULUM VITAE****Durmuş Topcu****Candidate - Independent Board Member**

Born in Istanbul in 1962, Durmuş Topcu completed his undergraduate education at Istanbul Technical University Faculty of Architecture in 1983 and completed his master's degree in the Department of Architectural Design of the same faculty. After serving as a reserve officer, he started his career as a Project Architect at Uran Engineering at the end of 1986. In 1988, he started his doctorate education at ITU Institute of Science and Technology and at the same time, he worked as a Project Architect and Architectural Project Department Manager at SEYAŞ Architecture Consultancy for nearly 7 years, respectively. After completing the courses and the Proficiency exam in his doctoral education, he left it at the Thesis stage.

In 1995, he started to work as Technical and Market Development Manager responsible for Thermal Insulation Products at Dow Turkey. He served as the Chairman of the Board of Directors of İZODER Heat, Sound and Water Insulators Association by leading the efforts to raise the product standards and regulations related to Energy Efficiency in Buildings to the level of European Union Standards. In 2000, he transferred to Dow Germany as a product development manager. He was involved in product development, certification and launch studies in the thermal insulation sectors of Germany and England. At the end of 2002, he returned to Dow Turkey as a Member of the Board of Directors of MARDAV, a Commercial Manager and Distributor, and served as the Chairman of the Board of Directors of İZODER for another term.

At the end of 2010, he joined Dow Construction Chemicals as Commercial Manager for the Eastern Europe Region. In 2015, he added the Middle East, Turkey, CIS, Africa and India region to his current duty area and became the Director of Dow Construction Chemicals IMEAT Region. In addition to his current position in 2019, he assumed the position of Dow Turkey and CIS Regional President and continued his duty until the end of January 2025. During this period, he served as a Board Member in non-governmental organizations such as TUSIAD, AMCHAM and YASED. In 2022, he resumed his doctorate education on "Total Carbon Emission Assessment in Buildings", which he left at the thesis stage.

As of April 29, 2025, he started to work as an Independent Board Member at Kalekim. Currently, he has been serving as an independent Board Member at Kalekim for 9 months. There is no company in which he is currently a partner/member of the board of directors, covering the last ten years retrospectively.

Durmuş Topcu, who speaks English fluently, is married with one child.

## CURRICULUM VITAE

### **Fevzi Tayfun Küçük**

#### **Candidate - Independent Board Member**

Born in 1970, Fevzi Tayfun Küçük graduated from the Mining Engineering Department of Middle East Technical University in 1993. He worked in various positions: the Treasury Fixed Income Securities Manager of Garanti Bank between 1993 and 1999, the Cash Management Unit Manager of Garanti Bank between 1999 and 2005, the Group Head of Payments and Cash Management of HSBC between 2005 and 2012, and the Deputy General Manager in Charge of Technology of Odeabank between 2012 and 2018. He serves only as an Independent Board Member at Kalekim, a position he has held for five terms since 2021 and is not a member of the board of directors in any other company.

Since 2018, he has been working as a Senior Digital Technology Consultant at the IFC affiliated with the World Bank.

Fevzi Tayfun Küçük, who received an MBA degree in Electronic Business from Yeditepe University in 2001, is married with two children.

## CURRICULUM VITAE

### **İsmail Erdal Akkoçođlu**

#### **Candidate - Independent Board Member**

İsmail Erdal Akkoçođlu received his bachelor's degree from Istanbul Technical University, Faculty of Mechanical Engineering in 1988 and then his master's degree from Istanbul University, Institute of Business Economics in 1989. Starting his professional career at ukurova as an Industrial Machinery Sales Engineer in 1989, Mr. Akkoçođlu later worked as Regional Sales Manager and Country Sales Manager at ukurova.

In 1997, Mr. Akkoçođlu joined Henkel, one of Germany's leading companies, where he served as Loctite Trkiye Sales Manager, General Industry Country Manager, Adhesive Technologies Country General Manager and continued his career in Dubai as Henkel General Industry Group IMEA Region Director between 2011 and 2022. At Henkel, he most recently served as Global Vice President in charge of the automotive aftermarket segment and as a member of the Trk Henkel Executive Board.

As of 2022, in parallel with his entrepreneurial spirit, he decided to invest in the field of renewable energy as a founding partner in Solarline Enerji A.Ş. Although he does not have a partnership in Solarline Company today, he assumed responsibility as Chairman of the Board of Directors between 04.04.2022 and 08.01.2025.

In parallel with this new investment, which blends its extensive business and leadership experience with the world's need for sustainability, Akko Global Investment Construction San. Ltd Őti has been serving as the Chairman of the Board of Directors since 22.02.2022. In addition, he has been serving as the Chairman of the Board of Directors of Akko Global Makina San ve Tic. Ltd. Őti., all shares of which belong to Akko Global Investment, since 27.07.2022.

He serves only as an Independent Board Member at Kalekim and has held this position for four terms since 2022.

Power of Attorney  
KALEKİM KİMYEVİ MADDELER SANAYİ VE TİCARET ANONİM ŞİRKETİ

At the 2025 Ordinary General Assembly Meeting of Kalekim Kimyevi Maddeler Sanayi Ve Ticaret Anonim Şirketi, which will be held on April 21, 2026 at 11:00 at the address of Prof. Ahmet Kemal Aru Sok. No:4 Kaleseramik Building, Beşiktaş District, Istanbul Province, in line with the opinions I have stated below, to be authorized to represent, vote, make proposals and sign the necessary documents,  
I appoint him as a deputy.

Your proxy (\*)

Name / Surname / Trade Name :

T.R. Identity Number / Tax Number, Trade Registry and Number and MERSIS number :

(\*) For foreign national proxies, it is obligatory to submit the equivalents of the aforementioned information, if any.

**A) SCOPE OF POWER OF REPRESENTATION**

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

1. Regarding the issues on the agenda of the General Assembly;
  - a. The proxy is authorized to vote in accordance with his own opinion
  - b. The proxy is authorized to vote in accordance with the recommendations of the partnership management.
  - c. The proxy is authorized to vote in accordance with the instructions set out in the table below.

INSTRUCTIONS:

| Agenda (*)  | Yes | No | Dissenting Opinion |
|---|-----|----|--------------------|
| 1.Opening and Formation of the Meeting Chairmanship,  |     |    |                    |
| 2.Reading and discussing the Annual Report of the Board of Directors for the 2025 operating year,   |     |    |                    |
| 3.Reading the summary of the Independent Audit Company's Report for the 2025 operating year,  |     |    |                    |
| 4.Reading, discussing and approving the consolidated CMB and TCC balance sheet and profit-loss accounts for the 2025 operating year,  |     |    |                    |
| 5.Reading, discussing and approving the TSRS Compliant Sustainability Report, which has undergone the mandatory assurance audit for the 2024 and 2025 operating years;  |     |    |                    |
| 6.Discussing and deciding on the release of the Members of the Board of Directors,  |     |    |                    |
| 7.Discussion and resolution of the Board of Directors' proposal regarding the dividend distribution for the 2025 operating year,  |     |    |                    |
| 8.Determination of the number of members of the Board of Directors, their election and their terms of office are discussed and decided,   |     |    |                    |
| 9.Discussing and deciding on the membership fees of the members of the board of directors for the 2026 operating year,  |     |    |                    |
| 10.Providing information about the donations and aids made in the 2025 activity year and discussing and deciding on the donation limit for the 01.01.2026-31.12.2026 activity year,   |     |    |                    |
| 11.In accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board, discussing and deciding on the proposal of the Board of Directors regarding the election of the Independent Audit Firm for the 2026 accounting period;  |     |    |                    |
| 12.Discussing and deciding on the proposal of the Board of Directors regarding the selection of the independent audit firm for the TSRS Compliant Sustainability Report for the 2026 operating year;  |     |    |                    |
| 13. Granting permission to the members of the board of directors to perform the tasks specified in Articles 395 and 396 of the Turkish Commercial Code and providing information to shareholders regarding transactions falling within the scope of Corporate Governance Principle No. 1.3.6 in the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board; |     |    |                    |
| 14.Within the framework of the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges and mortgages given by the Company in favor of 3rd parties and the income or benefit they have obtained,  |     |    |                    |
| 15.Closing.   |     |    |                    |

(\*) The issues on the agenda of the General Assembly are listed one by one. If there is a separate draft resolution of the minority, this is also indicated separately for proxy voting.

2. Specific instruction on other issues that may arise at the General Assembly Meeting, and in particular on the exercise of minority rights:

- a. The proxy is authorized to vote in accordance with his own opinion
- b. The attorney is not authorized to represent in these matters.
- c. The proxy is authorized to vote in accordance with the following specific instructions.

**SPECIAL INSTRUCTIONS:**

Special instructions, if any, to be given by the shareholder to the proxy are specified here.

B) The shareholder specifies the shares he wants the proxy to represent by selecting one of the following options.

1. I approve the representation of my shares, the details of which are stated below, by proxy.

- a) Order and Serial (\*) :
- b) Number / Group(\*\*) :
- c) Amount-Nominal value :
- ç) Share with privilege or not :
- d) Bearer-Registered (\*) :
- e) Ratio of the total shares/voting rights owned by the shareholder :

(\*) This information is not requested for registered shares.

(\*\*) Information about the group, if any, will be included instead of the number for the shares that are recorded on record.

2. I approve the representation of all my shares in the list of owners, prepared by Central Registry Agency the day before the day of the general meeting, showing shares that can participate in the general assembly, by proxy.

NAME, SURNAME OR TITLE OF THE SHAREHOLDER (\*) :

T.R. Identity Number / Tax Number, Trade Registry and Number and MERSIS number :

ADDRESS :

SIGNATURE :

(\*) For foreign shareholders, it is obligatory to submit the equivalents of the aforementioned information, if any