

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
GENERAL ASSEMBLY MEETING FOR THE YEAR 2025
INFORMATION DOCUMENT

The Ordinary General Assembly Meeting of our Company for the year 2025 shall be held at Sabancı Center, 4. Levent Beşiktaş İstanbul on **20 May 2026, Wednesday at 10:00** in order to discuss and resolve the following points included in the agenda.

Our shareholders, whose shares are monitored by the Central Registry Agency in dematerialized form and who are entitled to participate the general assembly meeting, may attend the meeting at the above mentioned address in person or through representatives or they may prefer to attend the meeting electronically in person or through representatives by using their secure electronic signature via the Electronics General Assembly System provided by the Central Registry Agency.

Shareholders could authorize their representatives by using Electronics General Assembly System or by way of filling the below proxy form or the proxy form which is available at the Company headquarters and our Company's website (www.akcansa.com.tr) and notarizing their signature in line with the provisions of the Capital Markets Board's Communiqué numbered II-30.1. Shareholders may also represent themselves through submitting signed proxy form with notarized signature circular of the shareholders.

In order to attend the physically-held General Assembly Meeting, shareholders shall provide below documents and sign the List of Attendants:

- Real person shareholders shall submit their ID cards,
- Legal person shareholders shall submit their representatives' ID cards and authorization documents,
- Real and legal person's representatives shall submit their ID cards and representation documents,
- Representatives authorized via the Electronic General Assembly System shall submit their ID cards.

Our shareholders, who will be attending the meeting electronically via the Electronics General Assembly System can get information about procedures and principles of attendance, authorization of representatives, making proposals, explanations and voting at the Central Registry Agency's website (www.mkk.com.tr).

Our shareholders and their representatives, who will be attending the meeting electronically are required to fulfill their obligations in accordance with the provisions of "Regulation Regarding the Electronic General Assembly of the Joint-Stock Company" published on the Official Gazette dated 28 August 2012 and numbered 28395 as well as "Communiqué Regarding the Electronic General Assembly System to be Applied in the General Assembly Meeting of the Joint-Stock Company" published on the Official Gazette dated 29 August 2012 and numbered 28396.

The Financial Statements, The Board of Directors' Annual Report, Article of Association Amendment Text, TSRS-Compliant Sustainability Reports for 2024 and 2025, Independent Audit Reports, Dividend Distribution Proposal of the Board of Directors and Information Document Regarding General Assembly Meeting for the year 2025 are made available for the shareholders examination at least three weeks before the date of the meeting on the Electronic General Assembly System section of the Central Registry Agency website (www.mkk.com.tr), on the "Investors Relations" section of our Company's website (www.akcansa.com.tr) and on Public Disclosure Platform (www.kap.org.tr), as well as at our company headquarters located at Barbaros Mah. Kardelen Sok. Palladium Tower Apt. No:2/125 Ataşehir İstanbul.

Our shareholders are respectfully requested to honor the meeting on mentioned day and time.

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
AGENDA FOR THE 2025 ORDINARY GENERAL ASSEMBLY MEETING
TO BE HELD ON 20 MAY 2026, AT 10:00

- 1.** Opening and formation of the Meeting Council.
- 2.** Reading and discussion of the 2025 Annual Report of the Board of Directors.
- 3.** Reading the Auditor's Reports.
- 4.** Reading, discussion and approval of the 2024 and 2025 TSRS-compliant sustainability reports.
- 5.** Reading, discussion on and approval of the 2025 Financial Statements.
- 6.** Presenting the assignment of the Board Member who was elected to serve due to vacancy in the board membership within the activity year, to the approval of General Assembly.
- 7.** Release of the members of the Board of Directors with regard to the 2025 activities.
- 8.** Determining the use of the 2025 profit and rate of dividend to be distributed.
- 9.** Determination of the fees and honorarium, rights such as premiums and bonus of the members of Board of Directors.
- 10.** Election of Auditor.
- 11.** Discussion and approval of the amendment to Article 6 of the Company's Articles of Association.
- 12.** Negotiation and approval of authorizing the Board of Directors to distribute advance dividends, effective for the accounting period of 2026.
- 13.** Informing the General Assembly regarding the donations and grants made by the Company in 2025.
- 14.** Determination of the limit of the donations to be made by the company in 2026.
- 15.** Informing the General Assembly regarding the transactions of shareholders holding management control, members of the board of directors, managers with administrative responsibility and their spouses and relatives up to the second degree of kinship, as specified in Corporate Governance Principle No. 1.3.6.
- 16.** Granting permission to the Chairperson and the Members of the Board of Directors for the activities under the Articles 395 and 396 of the Turkish Commercial Code.
- 17.** Wishes and remarks.

ADDITIONAL DISCLOSURES WITHIN THE FRAMEWORK OF CORPORATE GOVERNANCE PRINCIPLES

General statutory information pursuant to the Capital Markets Board's Communiqué on Corporate Governance No. II-17.1 and attached Corporate Governance Principles is provided in this section, whereas the information concerning the agenda items are presented under the relevant agenda item below.

1. Information Regarding Shareholding Structure and Shares Representing Capital

According to the Article 6 of the Articles of Association, paid-in share capital of Akçansa amounting TL 191,447,068.25 is divided into 19,144,706,825 registered shares, each of which is fully paid-up with a par value of TL 0,01 (1 Kurus), within the authorized capital of TL 500.000.000. No share groups were created amongst the shares representing share capital. Therefore, there is no privileged shares; and one share, one vote principle applies. The shareholding structure of the Company is represented in the table below.

TITLE / NAME-SURNAME	SHARE AMOUNT (TL)	SHARE RATIO (%)	NUMBER OF SHARES (UNITS)
HACI ÖMER SABANCI HOLDİNG A.Ş.	76,035,136.43	39.72	7,603,513,643
HEIDELBERG MATERIALS AG	76,035,135.41	39.72	7,603,513,541
OTHER	39,376,796.41	20.56	3,937,679,641
TOTAL	191,447,068.25	100.00	19,144,706,825

2. Information Regarding Material Changes Affecting the Activities

One of our Company's main shareholders, Hacı Ömer Sabancı Holding A.Ş. ("Sabancı Holding"), has informed our Company and Heidelberg Materials AG that it has received a binding offer from an unrelated third party regarding the shares it holds in our Company with a nominal value of TL 76,035,136.43, representing 39.72% of the Company's share capital (the "Offered Shares"), and has requested Heidelberg Materials AG to notify whether it will exercise its right to purchase the Offered Shares. Following the evaluation of said notification by Heidelberg Materials AG, its decision to accept the offer for the acquisition of the Offered Shares was notified to Sabancı Holding and our Company on April 17, 2026.

The transfer transactions may be completed following the approval of the Competition Authority and the fulfillment of other legal requirements.

Following the completion of the transfer of the Offered Shares, Heidelberg Materials AG's shareholding and voting rights in Akçansa will increase to 79.44%, and Heidelberg Materials AG will act in accordance with the requirements of capital markets legislation.

On the other hand, material event disclosures made within the framework of the relevant legislation regarding the developments in the management and activities of our company are published on the "Investor Relations" section of the Company website (www.akcansa.com.tr) and on Public Disclosure Platform (www.kap.org.tr) for the review of our stakeholders.

3. Information Regarding Members of Board of Directors Replacement

Although there is no separate item regarding the election of the members of the Board of Directors in the General Assembly meeting agenda, the assignment, within the scope of Article 363 of the TCC, to vacant membership due to resignation from the Board of Directors elected to serve for a period of 3 years at the Ordinary General Assembly Meeting dated April 4, 2024 will be submitted to the approval of the General Assembly.

4. Information Regarding Requests for Placing Agenda Item

There has not been any request for placing an agenda item to be discussed on the 2025 Ordinary General Assembly of Akçansa, neither from shareholders nor Capital Markets Board and other public institutions and authorities.

5. Information Regarding Amendment to the Articles of Association

There is an amendment to the Articles of Association on the agenda of the Ordinary General Assembly Meeting for the year 2025 to be held on May 20, 2026. The amendment text of the Articles of Association is given in Annex-2

THE 2025 ORDINARY GENERAL ASSEMBLY MEETING EXPLANATIONS REGARDING AGENDA ITEMS

1- Opening and Formation of the Meeting Council.

The Meeting Chairman shall be appointed and the Meeting Council shall be formed for the management of the General Assembly meeting within the framework of the Turkish Commercial Code (TCC), the provisions of the articles of association, the regulation concerning the general assembly meetings of capital companies issued by the Ministry of Customs and Trade (Regulation) as well as the provisions of our Internal Directive on the General Assembly.

2- Reading and discussion of the 2025 Annual Report of the Board of Directors.

Within the framework of the provisions of the TCC, the Regulation and our Internal Directive on General Assembly, the Board of Directors' Annual Report which has been made available for review by our shareholders at the Head Office of our Company, on Public Disclosure Platform (KAP) and on our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting, shall be read and presented to our shareholders for their opinions during the General Assembly meeting.

3- Reading the Auditor's Reports.

The Auditor Reports that have been made available for review by our shareholders at the Head Office of our Company, on Public Disclosure Platform (KAP), on the Central Registry Agency's Electronic General Assembly Platform and on our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting shall be read and presented to our shareholders for their opinions during the General Assembly meeting.

4- Reading, discussion and approval of the 2024 and 2025 TSRS-compliant sustainability reports.

The 2024 and 2025 TSRS-compliant sustainability reports, which will be available for review by our shareholders at our Company Headquarters, on the Central Registry Agency's Electronic General Assembly System, and on our corporate website (www.akcansa.com.tr) for three weeks prior to the General Assembly meeting, will be read at the General Assembly and submitted to our shareholders for their opinion and approval.

5- Reading, discussion on and approval of the 2025 Financial Statements.

Within the framework of the provisions of TCC, Regulation and our Internal Directive provisions about the General Assembly, Financial Statements related to 2025 which have been submitted for review of our shareholders in the Head Office of our Company and our company's corporate website www.akcansa.com.tr and Central Registry Agency's Public Disclosure Platform for three weeks prior to the General Assembly meeting shall be read and submitted for our shareholders' approval during the General Assembly.

6- Presenting the assignment of the Board Member who was elected to serve due to vacancy in the board membership within the activity year, to the approval of General Assembly.

Pursuant to the decision of the Board of Directors dated December 30, 2025, as of January 1, 2026, Mr. Umut ZENAR has been appointed to replace Ms. Sakine Şebnem ÖNDER, who has resigned from the Board of Directors. Mr. Umut ZENAR has been appointed as Chairman of the Board of Directors and Mr. Hayrullah Hakan GÜRDAL as Vice Chairman of the Board of Directors. This appointment will be submitted to our shareholders for their opinion and approval at the General Meeting.

7- Release of the members of the Board of Directors with regard to the 2025 activities.

Release of our members of the Board of Directors due to activities, transactions and accounts for the year of 2025 shall be submitted for General Assembly's approval.

8- Determining the use of the 2025 profit and rate of dividend to be distributed.

The proposal by the Board of Directors for the distribution of the profit to be presented to the approval of the General Assembly of Shareholders is provided in the Annex-1.

9- Determination of the fees and honorarium, rights such as premiums and bonus of the members of Board of Directors.

The monthly gross remuneration of the members of the Board of Directors and their rights such as attendance fees, bonuses, and premiums will be determined by the General Assembly.

10- Election of Auditor.

In accordance with the principles specified pursuant to the Turkish Commercial Code no. 6102 and the Capital Markets Law no. 6362, election of Auditor, for auditing our Company's financial statements in the fiscal period of 2026 and to subject the TSRS-compliant sustainability report of Company for the year 2026 to assurance audit within the framework of the sustainability legislation and for conducting other activities within the scope of relevant regulations in these laws, shall be presented to the General Assembly for approval.

11-Discussion and approval of the amendment to Article 6 of the Company's Articles of Association.

The application to the Capital Markets Board regarding the planned amendment to Article 6 of our Company's Articles of Association was approved on February 24, 2026. Following approval from the Ministry of Trade, General Directorate of Domestic Trade, the draft amendment to the Articles of Association will be submitted to our shareholders for approval at the 2025 Ordinary General Meeting. The text of the amendment to the Articles of Association is included in Annex 2.

12- Negotiation and approval of authorizing the Board of Directors to distribute advance dividends, effective for the accounting period of 2026.

The issue of authorizing the Board of Directors to decide on the distribution of advance dividends, limited to the 2026 accounting period, will be submitted to the approval of the shareholders at the General Assembly in line with the Article 33 of the Articles of Association, the Dividend Policy and the Dividend Communiqué numbered II-19.1 of the Capital Markets Board.

13- Informing the General Assembly regarding the donations and grants made by the Company in 2025.

The donations made during the year must be submitted for the General Assembly's information in accordance with Article 6 of the Capital Market Board's Communiqué no. II-19.1 and Article 1.3.10 of the annex of Communiqué no. II-17.1. The General Assembly of Shareholders will be informed about the donations in 2025 within the frame of the Company's Donation and Aid Policy as detailed below. The total amount of donations in 2025 is **TL 52,031,004** based on nominal amounts. (The total amount calculated according to the purchasing power on December 31, 2025 is **TL 58,922,174**)

Beneficiary	Amount (TL)
Charity - Foundation	24,712,757
Municipality	11,539,334
Governorship - District Governorship	3,946,239
Educational	3,138,500
Village - Neighbourhood Unit	1,111,840
Other	7,582,335
Toplam	52,031,004

This agenda item is for the purposes of informing the General Assembly only, and not subject to approval.

14- Determination of the limit of the donations to be made by the company in 2026.

Pursuant to the fifth paragraph of the 19th article of the Capital Markets Law No. 6362 the limit for the donations to be made by the company in 2026 shall be determined by our shareholders at the General Assembly meeting.

15- Informing the General Assembly regarding the transactions of shareholders holding management control, members of the board of directors, managers with administrative responsibility and their spouses and relatives up to the second degree of kinship, as specified in Corporate Governance Principle No. 1.3.6.

In accordance with the mandatory Corporate Governance Principle No. 1.3.6 of the CMB, if shareholders holding management control, members of the board of directors, managers with administrative responsibility, and their spouses and relatives up to the second degree by blood or marriage perform a significant transaction that may cause a conflict of interest with the company or its subsidiaries, and/or if they engage in a commercial transaction falling within the scope of the business of the company or its subsidiaries on their own behalf or on behalf of another party, or if they become a partner with unlimited liability in another company engaged in the same type of commercial activities; such transactions shall be included as a separate agenda item on the agenda of the General Assembly with detailed information on the subject to be provided at the General Assembly and recorded in the minutes of the General Assembly.

Some of the shareholders who hold management control, members of the board of directors, managers with administrative responsibility, and their spouses and relatives up to the second degree of kinship serve as members of the board of directors / executive committee in other Sabancı and Heidelberg Materials group companies, including those with similar activities to our Company. During 2025, there were no significant transactions requiring disclosure under Principle 1.3.6 of the Corporate Governance Disclosure.

16- Granting permission to the Chairperson and the Members of the Board of Directors for the activities under the Articles 395 and 396 of the Turkish Commercial Code.

The members of our Board of Directors may perform the transactions specified under article 395/1 entitled "Prohibition of Transactions with the Company, Prohibition of Borrowing from the Company" and article 396 entitled "Non-Competition", as specified in the TCC, only with and upon the approval of the General Assembly. In order to be able to fulfill the requirements of these regulations, the issue of authorization/permission as such shall be presented to our shareholders' approval at the General Assembly meeting; and our shareholders shall also be informed about such transactions carried out during the year.

17- Wishes and requests.

Ending general assembly meeting with wishes and requests.

ANNEX:

Annex-1: Dividend Distribution Table

Annex-2: Articles of Association Amendment Text

ANNEX -1

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.		
DIVIDEND DISTRIBUTION STATEMENT FOR 2025 (TL)		
1. Paid in Capital/Issued Capital		191.447.068,25
2. Total Legal Reserves (According to Statutory Income Statements)		498.927.282,57
Information on privileges in profit distribution if any in the Articles of Association		None
	CMB Result	Local Tax Result
3. Current period profit	1.762.220.694,00	2.629.795.202,77
4. Taxes payable (-)	-1.036.020.438,00	-496.032.799,00
5. Net profit (=)	726.200.256,00	2.133.762.403,77
6. Previous years losses (-)	0,00	0,00
7. 1st Legal reserves (-)	0,00	0,00
8 NET DISTRIBUTABLE NET PROFIT FOR THE PERIOD (=)	726.200.256,00	2.133.762.403,77
9 Donations made during the year (+)	58.922.174,00	
10 Donations added net distributable profit	785.122.430,00	
11 First dividend to Shareholders	9.572.353,41	
Cash	9.572.353,41	
Bonus		
Total	9.572.353,41	
12 Dividend to privileged shareholders		
13 Dividend to the Board members and Employees		
BoD		
Employees		
Non Shareholders		
14 Dividend to redeemed shareholders		
15 Secondary dividends to shareholders	350.427.646,59	
16 Secondary legal reserves	35.042.764,66	
17 Statutory reserves		
18 Special reserves		
19 EXTRAORDINARY RESERVES	331.157.491,34	1.738.719.639,11
20 Other Distributable Reserves		
- Previous Year Profit		
- Extraordinary reserves		
- Other distributable reserves as per the law and the Articles of Association		

TABLE OF DIVIDEND RATIO					
	TOTAL DISTRIBUTED DIVIEND		TOTAL DISTRIBUTED DIVIEND / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND CORRESPONDING TO SHARE AMOUNTING TO 1 TL NOMINAL VALUE	
	CASH (TL)	NON CASH (TL)	RATE (%)	TUTARI (TL)	ORANI (%)
BRÜT	360.000.000,00	-	49,5731	1,8804	188,04
NET*	306.000.000,00	-	42,1371	1,5984	159,84

* The net calculation is made with the assumption that there will be 15% income tax withholding.

**AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
AMENDMENT TEXT – ARTICLE OF ASSOCIATION**

OLD VERSION	NEW VERSION
<p>Article 6 – Capital and Shares</p> <p>1- The Company has adopted the registered capital system in accordance with the provisions of the Capital Market Law and implemented this system with the permission of the Capital Market Board no. 347 dated September 25, 1986.</p> <p>The registered capital ceiling of the company is 500.000.000.00, TL. (Fivehundredmillion), and it has been divided into 50.000.000.000 (Fiftybillion) units of registered shares each with a nominal value of 1 kr.</p> <p>The authorization granted by the Capital Market Board for registered capital ceiling is applicable between the years of 2021-2025 (5 years). Even though the ceiling authorized for registered capital has not been achieved by the end of 2025, it is compulsory to obtain permission for a new period from the General Assembly by obtaining the permission of the Capital Market Board limited to 5 years for the previously authorized ceiling or a new ceiling amount in order that the Board of Directors take a resolution concerning capital increase after 2025. In case where the said permission cannot be obtained, a capital increase cannot be made by a resolution of the Board of Directors.</p> <p>The issued capital of the company is comprised of a fully paid-up capital amount of 191.447.068,25 (One hundred and ninety-one million and four hundred and forty-seven thousand and sixty-eight Turkish Liras and twenty-five kurush) Turkish Lira; and it has been divided into 19.144.706.825 (Nineteen billion and one hundred and forty-four million and seven hundred and six thousand and eight hundred and twenty-five) units of shares each with a nominal value of 1 (one) Kurush. The shares representing the capital are recorded within the framework of dematerialization principles.</p> <p>2- The Board of Directors is authorized, between the years 2021-2025, to increase the issued capital by issuing registered shares up to the Registered Capital Ceiling if and when required according to the provisions of the Capital Market Law. Furthermore, the Board of Directors may issue shares with the value exceeding their nominal value when it decides to issue new shares. Any new shares cannot be issued unless the share amounts are paid in full.</p>	<p>Article 6 – Capital and Shares</p> <p>1- The Company has adopted the registered capital system in accordance with the provisions of the Capital Market Law and implemented this system with the permission of the Capital Market Board no. 347 dated September 25, 1986.</p> <p>The registered capital ceiling of the company is 1.500.000.000 (Onebillionandfivehundredmillion), and it has been divided into 150.000.000.000 (Onehundredandfiftybillion) units of registered shares each with a nominal value of 1 kr.</p> <p>The authorization granted by the Capital Market Board for registered capital ceiling is applicable between the years of 2026-2030 (5 years). Even though the ceiling authorized for registered capital has not been achieved by the end of 2030, it is compulsory to obtain permission for a new period from the General Assembly by obtaining the permission of the Capital Market Board limited to 5 years for the previously authorized ceiling or a new ceiling amount in order that the Board of Directors take a resolution concerning capital increase after 2030. In case where the said permission cannot be obtained, a capital increase cannot be made by a resolution of the Board of Directors.</p> <p>The issued capital of the company is comprised of a fully paid-up capital amount of 191.447.068,25 (One hundred and ninety-one million and four hundred and forty-seven thousand and sixty-eight Turkish Liras and twenty-five kurush) Turkish Lira; and it has been divided into 19.144.706.825 (Nineteen billion and one hundred and forty-four million and seven hundred and six thousand and eight hundred and twenty-five) units of shares each with a nominal value of 1 (one) Kurush. The shares representing the capital are recorded within the framework of dematerialization principles.</p> <p>2- The Board of Directors is authorized, between the years 2026-2030, to increase the issued capital by issuing registered shares up to the Registered Capital Ceiling if and when required according to the provisions of the Capital Market Law. Furthermore, the Board of Directors may issue shares with the value exceeding their nominal value when it decides to issue new shares. Any new shares cannot be issued unless the share amounts are paid in full.</p>